

EXHIBIT D

Monthly Fee Statements

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

<hr/> In re: FIELDWOOD ENERGY LLC, <i>et al.</i> , ¹ Debtors.	§ § § § § § §	Chapter 11 Case No. 20-33948 (MI) (Jointly Administered)
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**COVERSHEET TO THIRD INTERIM FEE APPLICATION OF STROOCK & STROOCK
& LAVAN LLP, AS COUNSEL TO THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS OF FIELDWOOD ENERGY LLC, *ET AL.*, FOR THE
PERIOD FROM FEBRUARY 1, 2021 THROUGH AND INCLUDING APRIL 30, 2021**

Name of Applicant:	Stroock & Stroock & Lavan LLP	
Applicant's Role in Case / Name of Client:	Counsel to the Official Committee of Unsecured Creditors	
Interim or Final Application:	Third Interim Fee Application	
Petition Date:	August 3, 2020	
Retention Date:	August 19, 2020	
Date Order of Employment Signed:	October 16, 2020 [Docket No. 471]	
Time period covered by this Application:	Beginning of Period	End of Period
	February 1, 2021	April 30, 2021
Time period covered by any prior Application:	August 19, 2020	January 31, 2021
Total amounts awarded in all prior Applications:	\$2,940,817.84	

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors' primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

Total fees requested in this Third Interim Application Period:	\$1,206,264.50
Total actual professional hours covered by this Third Interim Application Period:	939
Average hourly rate for professionals:	\$1,258
Total paraprofessional fees requested in this Third Interim Application Period:	\$24,966.00
Total actual paraprofessional hours covered by this Third Interim Application Period:	55.2
Average hourly rate for paraprofessionals:	\$452
Reimbursable expenses sought in this Third Interim Application Period:	\$623.86
Total to be Paid to Priority Unsecured Creditors:	Not yet determined.
Anticipated % Dividend to Priority Unsecured Creditors:	Not yet determined.
Total to be Paid to General Unsecured Creditors:	Not yet determined.
Anticipated % Dividend to General Unsecured Creditors:	Not yet determined.
Date of Confirmation Hearing:	June 9, 2021
Indicate whether plan has been confirmed:	No.
Total allowed expenses paid to date:	\$18,682.84
Compensation sought in this application already paid pursuant to the Interim Compensation Order, as defined in this Application, but not yet allowed:	\$771,462.80
Expenses sought in this application already paid pursuant to the Interim Compensation Order, as defined in this Application, but not yet allowed:	\$317.76

Number of professionals included in this application:	14
If applicable, number of professionals in this application not included in a staffing plan approved by client:	N/A
If applicable, difference between fees budgeted and compensation sought for this period:	N/A
Number of professionals billing fewer than 15 hours to the case during this period:	4
Are any rates higher than those approved or disclosed at retention? If yes, calculate and disclose the total compensation sought in this application using the rates originally disclosed in the retention application.	Yes. \$1,188,058.50

Dated: May 27, 2021

Respectfully submitted,

/s/ Kenneth Pasquale

Kenneth Pasquale (admitted *Pro Hac Vice*)
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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	
	§	Chapter 11
	§	
FIELDWOOD ENERGY LLC, <i>et al.</i> , ¹	§	Case No. 20-33948 (MI)
	§	
Debtors.	§	(Jointly Administered)
	§	

**THIRD INTERIM FEE APPLICATION OF STROOCK & STROOCK & LAVAN LLP,
AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF
FIELDWOOD ENERGY LLC, *ET AL.*, FOR THE PERIOD FROM FEBRUARY 1, 2021
THROUGH AND INCLUDING APRIL 30, 2021**

THIS APPLICATION SEEKS ENTRY OF AN ORDER THAT MAY ADVERSELY AFFECT YOU. IF YOU OPPOSE THE APPLICATION, YOU SHOULD IMMEDIATELY CONTACT THE MOVING PARTY TO RESOLVE THE DISPUTE. IF YOU AND THE MOVING PARTY CANNOT AGREE, YOU MUST FILE A RESPONSE AND SEND A COPY TO THE MOVING PARTY. YOU MUST FILE AND SERVE YOUR RESPONSE WITHIN 14 DAYS OF THE DATE THIS WAS SERVED ON YOU. YOUR RESPONSE MUST STATE WHY THE APPLICATION SHOULD NOT BE GRANTED. IF YOU DO NOT FILE A TIMELY RESPONSE, THE RELIEF MAY BE GRANTED WITHOUT FURTHER NOTICE TO YOU. IF YOU OPPOSE THE APPLICATION AND HAVE NOT REACHED AN AGREEMENT, YOU MUST ATTEND THE HEARING. UNLESS THE PARTIES AGREE OTHERWISE, THE COURT MAY CONSIDER EVIDENCE AT THE HEARING AND MAY DECIDE THE APPLICATION AT THE HEARING.

REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY.

Stroock & Stroock & Lavan LLP (“Stroock”), counsel for the Official Committee of Unsecured Creditors (the “Committee”) of Fieldwood Energy LLC, *et al.* (the “Debtors”), hereby

¹The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors’ primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

submits its third interim fee application (this “Application”) for allowance and payment of compensation for services rendered in the amount of \$1,206,264.50 and reimbursement of expenses in the amount of \$623.86 that Stroock incurred for the period from February 1, 2021 through and including April 30, 2021 (the “Fee Period”). In support of this Application, Stroock submits the declaration of Kenneth Pasquale (the “Pasquale Declaration”), which is attached hereto as **Exhibit A** and incorporated by reference. In further support of this Application, Stroock respectfully states as follows:

PRELIMINARY STATEMENT

1. By this Application, Stroock seeks allowance of its reasonable fees as well as the actual and necessary expenses incurred by Stroock during the period from February 1, 2021 through and including April 30, 2021. In that time, Stroock, acting on behalf of the Committee, continued to work towards the goals of maximizing value for general unsecured creditors and facilitating the efficient administration of the Chapter 11 Cases.

2. The Committee was appointed on August 19, 2020, and Stroock was retained the same day. During this Fee Period, Stroock continued its analysis of the pre-petition lenders’ collateral package and researched various issues related to the validity of their liens. As a result of the Committee’s investigation, various unencumbered assets and potential claims were identified that would serve as potential challenges to certain of the lenders’ asserted liens (together the “Preserved Claims”). Stroock engaged in discussions with the prepetition lenders’ counsel regarding the Preserved Claims and entered into stipulations extending the deadline established pursuant to the *Final Order (I) Authorizing Debtors (A) to Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 363(b), 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1) and 364(e) and (B) to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363 and (II) Granting Adequate Protection to Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, 363, 364 and 507(b)* [Docket

No. 346] (the “Final DIP Order”) for the Committee to assert such Preserved Claims. In connection with the Preserved Claims, Stroock attorneys devoted time during this Fee Period to considering and drafting a potential motion for standing (the “Standing Motion”) to prosecute such claims. Although the Standing Motion was ultimately not filed, the Committee’s positions and arguments developed in the motion’s preparation were the foundation for the negotiation of such extensions, and ultimately for the Committee’s settlement with the Debtors and lenders, as described in more detail below.

3. During this Fee Period, Stroock attorneys devoted substantial effort to analyzing the proposed plan of reorganization (the “Plan”) and disclosure statement (the “Disclosure Statement”), advanced by the Debtors and the transactions contemplated thereby, and considering potential avenues for maximizing unsecured creditors’ recoveries. This analysis included continued review of the agreements between the Debtors and Apache Corporation, touted by the Debtors as the cornerstone of the Plan (the “Apache Transaction”), as well as the other structures pursuant to which certain assets would be acquired by certain of the prepetition lenders, other assets would be abandoned and the remainder would be retained by the reorganized debtors and “wound down.” Stroock also researched various issues concerning implementation and feasibility of the Plan. A significant portion of the Plan review process focused on the claims of the various categories of unsecured claims and their proposed treatment under the Plan, as well as consideration of other viable alternatives.

4. On behalf of the Committee, Stroock engaged with both the Debtors’ and the prepetition lenders’ advisors in an effort to discuss and negotiate meaningful treatment for the unsecured creditor constituency. Through these efforts and negotiations, Stroock successfully negotiated a Plan settlement on behalf of the Committee (the “Committee Settlement”) which

significantly improved the recoveries for general unsecured and trade creditors, as compared to that which was contemplated in the Debtors' originally proposed plan of reorganization.

5. Also during the Fee Period, Stroock attorneys continued to monitor the Debtors' activities, including, most significantly, the progress of the Debtors' program to pay pre-petition amounts outstanding to vendors (the "Vendor Program"), to ensure that the claims of the trade community that services the Debtors' ongoing business were being addressed in a reasonable manner, as proposed by the Debtors in obtaining their "First Day" relief.

6. Additionally, in order to ensure efficient administration of the Chapter 11 Cases as well as administration of the estates post-confirmation, Stroock assisted the Committee during the Fee Period in interviewing candidates for and selecting a plan administrator (the "Plan Administrator").

7. These and other efforts undertaken by Stroock advanced the interests and protected the rights of the Committee and of general unsecured creditors in these Chapter 11 Cases. For these reasons, and as further demonstrated below, Stroock's fees and expenses are reasonable in the circumstances of these Chapter 11 Cases and Stroock's services to the Committee greatly benefitted the estates. Accordingly, Stroock respectfully requests that the Court approve the Application.

JURISDICTION

8. The United States Bankruptcy Court for the Southern District of Texas (the "Court") has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the Southern District of Texas*, dated May 24, 2012 (the "Amended Standing Order"). Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding under 28 U.S.C. § 157(b).

9. The statutory bases for the relief requested herein are sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2016-1 of the Bankruptcy Local Rules for the Southern District of Texas (the “Bankruptcy Local Rules”), with recognition of the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the “U.S. Trustee Guidelines”).

BACKGROUND

10. On August 3, 2020 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code with this Court (the “Chapter 11 Cases”). The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. As of the date hereof, no request for the appointment of a trustee or examiner has been made in these Chapter 11 Cases.

11. On August 18, 2020, the Office of the United States Trustee for the Southern District of Texas (the “U.S. Trustee”) appointed the Committee. The Committee is currently comprised of the following entities: (i) Sea Robin Pipeline, LLC; (ii) Aggreko, LLC; and (iii) Partco, LLC.²

12. On August 19, 2020, the Committee selected Stroock to serve as its counsel, subject to this Court’s approval. On August 20, 2020, the Committee selected Cole Schotz P.C. (“Cole Schotz”) to serve as co-counsel and Conway MacKenzie, LLC (“Conway MacKenzie”), to serve as financial advisor. Subsequently, on February 19, 2021, the Committee authorized Pachulski

² On January 5, 2021 the U.S. Trustee filed a *Notice of Reconstitution of Official Committee of Unsecured Creditors* [Docket No. 744] noting the addition of Partco, LLC to the Committee. On February 19, 2021, the U.S. Trustee filed a *Notice of Reconstitution of Official Committee of Unsecured Creditors* [Docket No. 895] noting the addition of Sea Robin Pipeline, LLC and Aggreko, LLC to the Committee.

Stang Ziehl & Jones LLP (“Pachulski”, and together with Stroock, Cole Schotz, and Conway MacKenzie, the “Committee Professionals”) to replace Cole Schotz as co-counsel to the Committee, effective as of January 20, 2021.

13. On September 17, 2020, the Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 367] (“Interim Compensation Order”).

14. On September 18, 2020, the Committee filed the *Application of the Official Committee of Unsecured Creditors for Entry of an Order Authorizing the Employment and Retention of Stroock & Stroock & Lavan LLP as Counsel, Effective as of August 19, 2020* [Docket No. 375] (the “Retention Application”). On October 16, 2020, the Court entered the *Order Authorizing Employment and Retention of Stroock & Stroock & Lavan LLP as Counsel to the Official Committee of Unsecured Creditors Effective as of August 19, 2020* [Docket No. 471] (the “Retention Order”). The Retention Order authorizes Stroock’s employment and allows for compensation for Stroock’s services and reimbursement of its expenses in accordance with 11 U.S.C. §§ 330 and 331, the applicable provisions of the Bankruptcy Rules and the Bankruptcy Local Rules, and any orders of this Court.

15. On November 30, 2020, Stroock filed its *First Interim Application of Stroock & Stroock & Lavan LLP, as Counsel to the Official Committee of Unsecured Creditors of Fieldwood Energy LLC, et al., for the Period from August 19, 2020 Through and Including October 31, 2020* [Docket No. 619] (the “First Interim Fee Application”). The Court entered an order approving the First Interim Fee Application on December 30, 2020 [Docket No. 709].

16. On March 1, 2021, Stroock filed its *Second Interim Application of Stroock & Stroock & Lavan LLP, as Counsel to the Official Committee of Unsecured Creditors of Fieldwood*

Energy LLC, et al., for the Period from November 1, 2020 Through and Including January 31, 2021 [Docket No. 925] (the “Second Interim Fee Application”). The Court entered an order approving the Second Interim Fee Application on March 29, 2021 [Docket No. 1180].

17. Pursuant to the Interim Compensation Order, Stroock has submitted three monthly fee statements for services rendered and expenses incurred during the Fee Period: the first for the period covering February 1, 2021 through and including February 28, 2021; the second for the period covering March 1, 2021 through and including March 31, 2021; and the third for the period covering April 1, 2021 through and including April 30, 2021. As of the date of the Application, Stroock has not received any objections to any of its monthly fee statements.

18. In accordance with the Interim Compensation Order, Stroock received payment of 80% of fees and 100% of expenses with respect to the first two monthly statements. The Debtors have not yet remitted payment for the month of April, 2021. A summary of the amounts paid to Stroock in accordance with the Interim Compensation Order for the monthly statements related to the Fee Period is as follows:

Monthly Statement Fee Period	Fees Incurred	Fees Paid (80%)	Expenses Incurred	Expenses Paid (100%)	Balance (Fees & Expenses)
February 1, 2021 – February 28, 2021	\$419,081.00	\$335,264.80	\$233.66	\$233.66	\$83,816.20
March 1, 2021 – March 31, 2021	\$545,247.50	\$436,198.00	\$84.10	\$84.10	\$109,049.50
April 1, 2021 – April 30, 2021	\$241,936.00	\$0.00	\$306.10	\$0.00	\$242,242.10
Balance Owning:			\$435,107.80		

RELIEF REQUESTED

19. Stroock requests that the Court enter an order (the “Order”), substantially in the form attached hereto as **Exhibit E**: (a) granting the interim allowance of compensation for the actual, reasonable and necessary professional and paraprofessional services that Stroock provided during the Fee Period in the amount of \$1,206,264.50 and reimbursement for Stroock’s actual, reasonable and necessary expenses in the amount of \$623.86; and (b) authorizing and directing the Debtors to remit payment to Stroock for all approved but unpaid fees and expenses in the aggregate amount of \$435,107.80. In support of this Application, attached are the following exhibits:

- **Exhibit A**: Declaration of Kenneth Pasquale
- **Exhibit B**: Summary of Stroock’s Fees and Expenses
- **Exhibit C**: Customary and Comparable Compensation Disclosures
- **Exhibit D**: Seventh, Eighth and Ninth Monthly Fee Statements
- **Exhibit E**: Proposed Order Granting Third Interim Fee Application

SUMMARY OF SERVICES PROVIDED BY STROOCK DURING THE FEE PERIOD

20. As set forth in the Summary Cover Sheet to the Third Interim Fee Application submitted herewith, Stroock rendered a total of 994.2 hours of professional services during the Fee Period, for which it seeks compensation of \$1,206,264.50, calculated in accordance with Stroock’s normal hourly rates in effect at the time the services were rendered and/or as agreed upon by the Debtors and Stroock.

21. The fees and expenses incurred by Stroock are reasonable based on the nature and extent of the services rendered, the size and complexity of these Chapter 11 Cases, the time, labor, and special expertise brought to bear on the questions presented and other related factors. During the Fee Period, the professional services performed by Stroock were necessary and appropriate to

protect the rights and fulfill the obligations of the Committee given the nature and complexity of the issues at hand, were in the best interests of the Committee, all general unsecured creditors and other parties in interest, and were performed in an expeditious and efficient manner. In addition, Stroock coordinated with the Committee's other advisors, so as not to duplicate effort. Accordingly, Stroock submits that the compensation sought herein is reasonable within the meaning of sections 330 and 331 of the Bankruptcy Code.

22. The following summary of services rendered during the Fee Period is not intended to be a detailed description of the work performed. Rather, it is merely an attempt to highlight certain of those areas in which services were rendered to the Committee, as well as to identify some of the issues to which Stroock was required to direct its attention.³

Case Administration – Matter No. 0001

23. Time in this category includes, but is not limited to, organizational and administrative matters concerning the Committee and its functioning. Specifically, during the Fee Period, Stroock attorneys conferred with the Office of the United States Trustee regarding the resignation of existing Committee members and the appointment of new members, onboarded new Committee members appointed by the Office of the United States Trustee and attended to other administrative matters that were necessary to its efficient and effective participation in these Chapter 11 Cases.

24. Stroock routinely reviewed the docket in the Chapter 11 Cases and reviewed and analyzed the various pleadings filed. Stroock also maintained an ongoing calendar of important

³ Pursuant to the U.S. Trustee Guidelines, Stroock classified all services performed for which compensation is sought into twenty-three (23) categories. Stroock attempted to place the services performed in the category that best relates to the services provided. However, because certain services may relate to one or more categories, services pertaining to one category may be included in another category. Timekeeping entries, attached hereto as **Exhibit D**, provide detailed descriptions of all services rendered with respect to each of these categories.

dates, deadlines and tasks relevant to these cases, including meetings, hearings and other dates of critical importance.

25. Stroock expended 38.1 hours in this category, for a total of \$20,404.00 during the Fee Period.

Meetings & Communications with Debtors – Matter No. 0002

26. Time in this category includes, but is not limited to, conference calls and other communications with the Debtors' professionals. During this Fee Period, Stroock worked with the Debtors' professionals to obtain information, evaluate and, as appropriate, negotiate concerning various developments in these Chapter 11 Cases, including those related to the Debtors' proposed Plan and the Committee Settlement. Additionally, Stroock conferred with the Debtors' professionals regarding the positions of other parties-in-interest, including the sureties and predecessors in interest, the status of any negotiations and the Debtors' positions with respect to such parties.

27. Stroock expended 35.8 hours in this category, for a total of \$48,494.00 during the Fee Period.

Court Hearings – Matter No. 0005

28. Time in this category includes preparation for and telephonic or video attendance at numerous hearings before the Bankruptcy Court. During the Fee Period, Stroock attorneys attended several court hearings, which took place on February 1, February 2, February 22, February 26, March 24, March 29, April 1, April 9, April 14, and April 16, including hearings in respect of the Debtors' Disclosure Statement, the Debtors' motion to extend their exclusive plan filing and solicitation periods, and various discovery conferences.

29. Stroock expended 56.1 hours in this category, for a total of \$70,163.50 during the Fee Period.

Creditors Committee Meetings and Communications – Matter No. 0006

30. Time in this category includes, but is not limited to, coordinating and participating in telephonic conference calls with the Committee, and with individual Committee members, as well as with the Committee's other professionals. As a result of the numerous issues to be resolved during the Fee Period, Stroock coordinated and conducted regularly scheduled weekly status calls with the Committee and its advisors to apprise the Committee members of real-time developments in these Chapter 11 Cases related to, among other things, ongoing discussions and negotiations regarding the Debtors' proposed Plan, the Committee Settlement, and selection of the Plan Administrator, to discuss such matters with the Committee, and to facilitate the efficient administration of these Chapter 11 Cases.

31. In preparation for these calls and meetings, Stroock prepared agendas, reviewed pending matters to be discussed with the Committee, and reviewed and reported on underlying documentation in connection with pending matters. Stroock and the other Committee Professionals also conducted a regular all-hands conference call in advance of the weekly Committee meetings in order to prepare for the Committee meetings and to discuss agenda items, presentations to the Committee and various ongoing issues including pleadings, issues arising in the ordinary course of the Debtors' operations, and overall case strategies. During the Fee Period, Stroock attorneys also drafted memoranda to the Committee summarizing the relief requested in various motions, analyzing legal and factual issues when appropriate, and providing recommendations for the Committee's consideration. Through such telephone conferences and correspondence, Stroock assisted the Committee in fulfilling its statutory duties to make informed decisions regarding the various issues that arose in these cases and to monitor closely the Debtors' administration of these Chapter 11 Cases.

32. Stroock also responded to inquiries of various creditors regarding proposed Plan treatment as well as their other concerns about these cases.

33. Stroock expended 181.6 hours in this category, for a total of \$233,328.50 during the Fee Period.

Case Analysis / Pleading Analysis and Responses – Matter No. 0007

34. Time in this category includes, but is not limited to, time spent reviewing and analyzing various pleadings filed by the Debtors and other parties in the Chapter 11 Cases. Stroock attorneys drafted memoranda to the Committee summarizing the relief requested in various motions, including certain motions related to unexpired leases, the Debtors' motion to approve a non-prosecution agreement with the United States Attorney's Office, controversies with various parties in interest, such as BP Exploration & Production Inc., and various settlement motions pursuant to Bankruptcy Rule 9109, analyzing legal and factual issues when appropriate, and providing, in conjunction with the other Committee Professionals, recommendations for the Committee's consideration.

35. Stroock expended 14.9 hours in this category, for a total of \$14,738.00 during the Fee Period.

Stroock Fee Application – Matter No. 0009

36. Time in this category includes, but is not limited to, the review of Stroock's fee statements and invoices and preparation of Stroock's fee applications.

37. Stroock expended 25.8 hours in this category, for a total of \$20,184.00 during the Fee Period.

Other Professional Retention – Matter No. 0010

38. Time in this category includes, but is not limited to, Stroock's review of the retention applications of the Debtors' ordinary course professionals and of supplemental

declarations submitted by certain of the Debtors' professionals in connection with already filed retention applications.

39. Stroock expended 3.7 hours in this category, for a total of \$3,530.50 during the Fee Period.

Other Professional Fee Applications – Matter No. 0011

40. Time in this category includes, but is not limited to, the review of the Debtors' professionals' fee statements and invoices, as well as and analysis and discussion related to the order establishing interim compensation procedures for professionals in these Chapter 11 Cases [Docket No. 367]. In addition, in accordance with the DIP Order [Docket No. 346], Stroock received and reviewed the invoices of the lenders' professionals distributed during this period.

41. Stroock expended 10.8 hours in this category, for a total of \$9,628.00 during the Fee Period.

Lien Review – Matter No. 0012

42. Time in this category includes, but is not limited to, reviewing and investigating the liens and collateral packages of the prepetition lenders to determine the extent and validity of their liens and security interests and the extent to which such liens were properly perfected, within the challenge period set forth in the Final DIP Order. In connection with the Committee's investigation and analysis, Stroock continued its review and analysis of numerous debt documents and various other instruments, including security agreements, mortgages, deposit account control agreements and UCC financing statements and with the other UCC professionals devoted significant attention to the values which might be ascribed to the unencumbered assets available for unsecured creditors. Stroock attorneys also coordinated with co-counsel in connection with their review of the pre-petition lenders' interest in the oil and gas leases and the value of those leases not subject to the prepetition lenders' liens. In addition, Stroock reviewed and tracked the

various notices of mechanics' and materialmen's liens filed and analyzed the merits of such purported liens.

43. During the Fee Period, Stroock also engaged in negotiations with the lenders and Debtors to extend the Committee's Challenge Period for assertion of the Preserved Claims, resulting in the drafting and filing of the various stipulations to that effect.

44. Stroock expended 10.0 hours in this category, for a total of \$12,431.00 during the Fee Period.

Litigation & Adversary Proceedings – Matter No. 0015–

45. Time in this category primarily includes, but is not limited to, Stroock's review of materials provided by the Debtors via a virtual data room, and analysis of potential causes of action available to the estates and/or the Committee. Through such analysis, Stroock identified several colorable estate causes of action and prepared a Standing Motion to obtain authority for the Committee to prosecute such claims.

46. Additionally, Stroock reviewed, analyzed and summarized various pleading filed in the adversary proceedings, including the Debtors' adversary complaints against Valero Marketing and Supply Company, Atlantic Maritime Services LLC, and Everest Reinsurance Company.

47. Stroock expended 101.2 hours in this category, for a total of \$118,794.50 during the Fee Period.

Business Operations – Matter No. 0016

48. Time in this category primarily includes, but is not limited to, review and analysis of Joint Interest Billing and Vendor Program payments and analysis of predecessors' plugging and abandonment liability and related issues.

49. Stroock expended 8.2 hours in this category, for a total of \$11,370.50 during the Fee Period.

Claims Administration & Objections – Matter No. 0022

50. Time in this category includes, but is not limited to, review and analysis of various claims filed against the Debtors in response to the bar date established by this Court for the filing of claims and research conducted in connection with certain significant filed claims.

51. Stroock expended 14.3 hours in this category, for a total of \$17,050.00 during the Fee Period.

Plan & Disclosure Statement – Matter No. 0023

52. Time in this category relates to, among other things, Stroock's communications with the Debtors' and lenders' advisors concerning Plan structure, timing and, importantly, treatment, and discussions with the Committee regarding same. Stroock also spent significant time reviewing and analyzing the Debtors' proposed Plan and Disclosure Statement, related discovery produced by the Debtors, and attending to other Plan and Disclosure Statement-related issues, including negotiating, on behalf of the Committee, the Committee Settlement, which significantly improved the expected recovery for unsecured creditors in these Chapter 11 Cases. Stroock provided comments to the various versions of the Plan, Disclosure Statement and other Plan related documents circulated by the Debtors to ensure that they accurately reflected the Committee Settlement and otherwise comported with the Committee's understanding of the restructuring. Stroock reviewed and commented on a proposed settlement with the Second Lien Term Loan Lenders (the "SLTLs") and discussed the matter with counsel to the lenders and the Debtors, as well as with the Committee. Stroock obtained modifications to the Committee Settlement that further improved the consideration to general unsecured creditors based upon the terms of the Plan settlement with the SLTLs. Stroock also drafted a letter on behalf of the Committee to unsecured

creditors in support of the Plan and scrutinized the ballots and other solicitation materials being sent to the unsecured creditor constituency including a form of trade agreement provided to those electing to participate in a trade creditor class.

53. During the Fee Period, Stroock attorneys also reviewed and analyzed various objections filed by creditors to the Debtors' Disclosure Statement and Plan. In addition, attention was devoted to researching issues including, but not limited to those which were raised in the filed Disclosure Statement and Plan objections, which might affect the treatment or recovery of general unsecured creditors in a plan, such as plugging and abandonment and surety bond issues, among others. Stroock also communicated with representatives of the federal government as well as counsel to various sureties and predecessors in interest who had objected to the Disclosure Statement and/or indicated their opposition to the Plan to assess the issues and determine if a consensual resolution might be achievable.

54. Stroock expended 489.7 hours in this category, for a total of \$620,322.50 during the Fee Period.

BASIS FOR RELIEF REQUESTED

55. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the substantive standards of section 330 of the Bankruptcy Code to govern the Court's award of such compensation. Section 330 of the Bankruptcy Code provides that a court may award a professional employed under sections 327 or 1103 of the Bankruptcy Code "reasonable compensation for actual necessary services rendered...and reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1). Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded to an examiner, trustee under chapter 11, or professional person, the court shall

consider the nature, the extent, and the value of such services, taking into account all relevant factors, including—

- A. the time spent on such services;
- B. the rates charged for such services;
- C. whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- D. whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- E. with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- F. whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

56. The Fifth Circuit considers the following twelve factors set forth in *First Colonial* in determining the validity of awards of attorneys’ fees in bankruptcy cases: (i) time and labor required; (ii) the novelty and difficulty of the questions; (iii) the skill required to perform the legal services properly; (iv) the preclusion of other employment by the professional due to acceptance of the case; (v) the customary fee; (vi) whether the fee is contingent or fixed; (vii) time limitations imposed by the client or the circumstances; (viii) the amount involved and the results obtained; (ix) the experience, reputation and ability of the attorneys; (x) the “undesirability” of the case; (xi) the nature and length of the professional relationship with the client; and (xii) awards in similar cases. *In re First Colonial Corp. of America*, 544 F.2d 1291, 1298-99 (5th Cir. 1977), *cert. denied*, 431 U.S. 904 (1977). These factors were adopted from *Johnson v. Georgia Highway Express, Inc.*, 488 F.2d 714, 717-19 (5th Cir. 1974), a non-bankruptcy case, and are commonly referred to as the

“*Johnson* factors.” The original *Johnson* factors, as embraced by *First Colonial*, remain applicable to the determination of reasonableness of fees awarded under the Bankruptcy Code. *See* 15 King, *Collier on Bankruptcy*, ¶ 330.04[3] at 330-35 to 330-41.

57. The Fifth Circuit has rejected the “hindsight” or “material benefit” standard that was originally set forth in *In re Pro-Snax Distributors, Inc.*, 157 F.3d 414 (5th Cir. 1998). Instead, the Fifth Circuit enunciated a prospective standard based on whether the services of counsel were reasonably likely to benefit the estate at the time they were rendered. *See In re Woerner*, 783 F.3d 266, 276 (5th Cir. 2015).

58. Stroock respectfully submits that it has met its burden under both section 330 of the Bankruptcy Code and the *Johnson* factors, and the services for which it seeks compensation in this Application were, at the time rendered, necessary for and beneficial to the Committee and the general unsecured creditors of the estates, and were rendered to protect and preserve the Debtors’ estates. Stroock further believes that it performed the services for the Committee economically, effectively, efficiently, and the results obtained benefited not only the Committee, but also the Debtors’ estates and the Debtors’ constituents. Stroock further submits that the compensation requested herein is reasonable in light of the nature, extent, and value of such services to the Committee and all parties in interest.

59. As demonstrated below, Stroock has satisfied the *Johnson* factors. Accordingly, it is respectfully requested that the Court allow the requested fees and expenses.

60. **The Time and Labor Required.** Firm attorneys and paraprofessionals expended a total of 994.2 hours during the Fee Period. The names of the attorneys and paraprofessionals who worked on these Chapter 11 Cases during the Fee Period appear in the Monthly Statements, attached as **Exhibit D**, along with detail regarding the specific services performed by each

individual. Many of the services rendered required a high degree of professional competence and expertise in order to be skillfully and expeditiously administered. When more routine tasks were involved, Stroock used its paraprofessionals to reduce the total fees incurred without sacrificing the quality of the services rendered. All professionals involved in rendering services to the Committee made a deliberate effort to avoid any unnecessary duplication of work and time expended.

61. **The Novelty and Difficulty of Legal Problems Involved.** These Chapter 11 Cases have presented numerous difficult and complex legal issues that have been considered and addressed by Stroock, all of which have required knowledge of the circumstances of these Chapter 11 Cases and application of the Bankruptcy Code, the Bankruptcy Rules and court decisions interpreting the same. Stroock's diligence and effective advocacy with respect to these issues have been beneficial to the Committee in these Chapter 11 Cases.

62. **The Skill Required for Performance of Legal Services.** The number of difficult issues and matters addressed in these Chapter 11 Cases required a high degree of skill and expertise. Stroock's attorneys, with varying levels of experience and seniority, have been used effectively and efficiently to perform the necessary tasks and have provided valuable and effective assistance to the Committee. A thorough understanding of the Bankruptcy Code and Bankruptcy Rules was applied along with Stroock's subject matter and industry expertise to assist the Committee. The compensation requested by Stroock is consistent with the compensation awarded in other cases of similar size and complexity.

63. **Preclusion of Other Employment Due to Acceptance of the Case.** Stroock's representation of the Committee has not precluded the acceptance of new clients because of the size of Stroock's financial restructuring department and the firm as a whole. Stroock has not

declined any representation solely because it serves as counsel for the Committee in these Chapter 11 Cases. However, the issues that have arisen in these proceedings have required attention on an ongoing and often expedited basis and the commitment of significant portions of time by Stroock attorneys and paraprofessionals.

64. **The Customary Fee.** Stroock has computed the amount of compensation it seeks in this Application according to its customary rates for services of this kind, except as otherwise described herein.⁴ The fees charged by Stroock are similar to the fees charged by comparable law firms. The amount of work involved in these cases, the level of skill necessary to perform the work, and the results obtained by Stroock justify an allowance of compensation in the requested amount. The compensation sought herein is not unusual given the magnitude of these Chapter 11 Cases and the time dedicated by Stroock to the representation of the Committee during the Fee Period.

65. **Whether the Fee is Contingent or Fixed.** Stroock's fees for services rendered in these Chapter 11 Cases are based on its regular hourly rates (as adjusted periodically), subject in all respects to this Court's approval. Stroock has not requested any contingent fee in these Chapter 11 Cases, and the allowance of Stroock's fees is not outcome-dependent.

66. **Time Limitations Imposed by the Client or Other Circumstances.** At times during the Fee Period, as detailed above, the circumstances of these Chapter 11 Cases have imposed significant time constraints requiring attorneys and paraprofessionals assigned to these Chapter 11 Cases to work evenings and on weekends. Stroock is working diligently and efficiently, with the assistance of the Committee's other advisors, to ensure that the Committee and its constituency are well represented and their interests protected.

⁴ On December 18, 2020, Stroock filed its *Notice of Rate Increase Pursuant to Order Authorizing Retention and Employment of Stroock & Stroock & Lavan LLC as Attorneys for the Official Committee of Unsecured Creditors Effective as of January 1, 2021* [Docket No. 672]. Stroock has implemented the rate increases set forth in such notice, but has voluntarily charged a lower rate than set forth in the notice for certain counsel, at the request of the Debtors.

67. **The Results Obtained.** As described in this Application, Stroock's analysis, investigatory work and actions, thus far, have been valuable to the Committee and the constituency it represents in preserving and protecting the interests of the unsecured creditors as these Chapter 11 Cases develop. Stroock, on behalf of the Committee, has greatly contributed to the efficient administration of the Chapter 11 Cases.

68. **The Experience, Reputation, and Ability of the Attorneys.** Stroock possesses extensive experience, expertise and resources in all practice areas relevant to these Chapter 11 Cases, and is well versed in all substantive and procedural aspects of chapter 11 proceedings. Stroock is nationally recognized for having represented numerous official committees of unsecured creditors, ad hoc committees, individual creditors and investors in many chapter 11 cases in this district and others. Further, Stroock attorneys, including those who have provided legal services in these Chapter 11 Cases, have actively participated in leadership positions in bar associations and other organizations, have written for local and national publications, and have spoken on panels involving creditors' rights and bankruptcy areas. Stroock's attorneys are experienced in all aspects of bankruptcy matters, possess a high level of expertise, and have an excellent reputation in the business and legal communities. Furthermore, Stroock has particular experience in the areas of insolvency, workout and corporate reorganization.

69. **The "Undesirability" of the Case.** Serving as counsel to the Committee in these Chapter 11 Cases has not been undesirable for Stroock.

70. **The Nature and Length of the Professional Relationship with the Client.** Stroock was selected as the Committee's counsel shortly after the Committee's formation, on August 19, 2020, and was retained effective as of that date pursuant to an order of the Court dated October 16, 2020. Stroock has been rendering services continuously to the Committee since the

Committee was formed, and Stroock has rendered such services in a necessary and appropriate manner.

71. **Awards in Similar Cases.** Stroock believes that its fees are consistent with fees allowed in similar proceedings for similar services rendered and results obtained. Stroock respectfully requests that the Court take notice of the awards made in similar cases of this size and complexity.

72. Bankruptcy Code section 330 also authorizes “reimbursement for actual, necessary expenses” incurred by a retained professional. 11 U.S.C. §330(a)(1)(B). Stroock seeks reimbursement for actual and unpaid out-of-pocket expenses incurred in connection with its representation of the Committee during the Fee Period in the amount of \$623.86. These expenses were incurred in accordance with Stroock’s normal practice of charging clients for expenses related to particular matters, including transportation, photocopying, delivery service, postage and package delivery, vendor charges, court fees, transcript costs, computer-aided research and other out-of-pocket expenses incurred in providing professional services. Stroock has endeavored to minimize these expenses to the fullest extent possible and has provided a detailed summary of the expenses in the Monthly Statements attached hereto as **Exhibit D.**

73. For the reasons set forth herein, Stroock has satisfied the *Johnson* factors. Accordingly, it is respectfully requested that the Court allow the requested fees and expenses in the amount of \$1,206,888.36 for the period from February 1, 2021 through and including April 30, 2021, which amount consists of \$1,206,264.50 in fees and \$623.86 in expenses.

STATEMENT PURSUANT TO U.S. TRUSTEE GUIDELINES

74. The following statement is provided pursuant to ¶ C.5. of the Appendix B Guidelines.

- a. **Question:** Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period.

Answer: Yes; see discussion in footnote 4 hereof.

- b. **Question:** If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client.

Answer: Not applicable.

- c. **Question:** Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case.

Answer: No.

- d. **Question:** Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application). If so, please quantify by hours and fees.

Answer: No.

- e. **Question:** Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees.

Answer: No.

- f. **Question:** If the fee application includes any rate increases since retention: (i) Did your client review and approve those rate increases in advance? (ii) Did your client agree when retaining the law firm to accept all future rate increases? If not, did you inform your client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458?

Answer: Yes. With the authority of the Committee, on December 18, 2020, Stroock filed its *Notice of Rate Increase Pursuant to Order Authorizing Retention and Employment of Stroock & Stroock & Lavan LLC as Attorneys for the Official Committee of Unsecured Creditors Effective as of January 1, 2021* [Docket No. 672], and implemented such increases as set forth in the Second Interim Fee Application and in footnote 4 hereof.

RESERVATION OF RIGHTS

75. Although every effort has been made to include all fees and expenses incurred during the Fee Period, some fees and expenses may not be included in this Application due to delays in accounting and processing of such time and expenses. Accordingly, Stroock reserves the opportunity to make further application to this Court for the allowance of any such fees and expenses incurred during the Fee Period but not included herein.

NO PRIOR REQUEST

76. No prior request for the relief sought in this Application has been made to this or any other court.

CONCLUSION

WHEREFORE, Stroock respectfully requests that the Court:

- (a) approve interim allowance for the Fee Period of \$1,206,264.50 for services rendered to the Committee and \$623.86 for expenses that Stroock incurred in connection with the rendering of such services during the period from February 1, 2021 through and including April 30, 2021;
- (b) authorize the Debtors to immediately pay to Stroock any unpaid portion of such allowed fees and expenses; and
- (c) award such other relief as the Court deems just and proper under the circumstances.

Dated: May 27, 2021

Respectfully submitted,

/s/ Kenneth Pasquale

Kenneth Pasquale
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Fax No. (212) 806-6006
kpasquale@stroock.com

CERTIFICATE OF SERVICE

I certify that on _____, 2021, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ _____

EXHIBIT A

Pasquale Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§ § §	Chapter 11
FIELDWOOD ENERGY LLC, <i>et al.</i> , ¹	§ § § §	Case No. 20-33948 (MI)
Debtors.		(Jointly Administered)

**DECLARATION OF KENNETH PASQUALE IN SUPPORT OF
THIRD INTERIM FEE APPLICATION OF STROOCK & STROOCK & LAVAN LLP,
AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF
FIELDWOOD ENERGY LLC, *ET AL.*, FOR THE PERIOD FROM FEBRUARY 1, 2021
THROUGH AND INCLUDING APRIL 30, 2021**

I, Kenneth Pasquale, declare under penalty of perjury pursuant to 28 U.S.C. § 1746 as follows:

1. I am a member of Stroock & Stroock & Lavan LLP ("Stroock"), which maintains offices for the practice of law at 180 Maiden Lane, New York, New York 10038. I am an attorney-at-law, duly admitted and in good standing to practice in the State of New York, and numerous courts including the United States Court of Appeals for the Second Circuit, and the United States District Courts for the Southern and Eastern Districts of New York. I am admitted *pro hac vice* before this Court.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors' primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

2. I have reviewed the foregoing Third Interim Fee Application of Stroock, counsel for the Official Committee of Unsecured Creditors (the “Committee”) of Fieldwood Energy LLC, *et al.* (the “Debtors”), for the period from February 1, 2021 through and including April 30, 2021 (the “Application”). To the best of my knowledge, information and belief, the statements contained in the Application are true and correct. In addition, I believe that the Application complies with Bankruptcy Local Rule 2016-1.

3. In connection therewith, I hereby certify that:

- a. to the best of my knowledge, information, and belief, formed after reasonable inquiry, the fees and disbursements sought in the Application are permissible under the relevant rules, court orders, and Bankruptcy Code provisions, except as specifically set forth herein;
- b. except to the extent disclosed in the Application, the fees and disbursements sought in the Application are billed at rates customarily employed by Stroock and generally accepted by Stroock’s clients;
- c. in providing a reimbursable expense, Stroock does not make a profit on that expense, whether the service is performed by Stroock in-house or through a third party;
- d. in accordance with Bankruptcy Rule 206(a) of the Federal Rules of Bankruptcy Procedure and 11 U.S.C. § 504, no agreement or understanding exists between Stroock and any other person for the sharing of compensation to be received in connection with the above case except as authorized pursuant to the Bankruptcy Code, Bankruptcy Rules, and Bankruptcy Local Rules; and
- e. all services for which compensation is sought were professional services on behalf of the Committee and not on behalf of any other person.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: May 27, 2021

/s/ Kenneth Pasquale
Kenneth Pasquale

EXHIBIT B

Details of Fees and Expenses

Summary of Timekeepers Included in this Fee Application						
Name of Professional	Position	Department	Bar Admission Date	Hours	Rate	Amount
Cota, Alexandro	Partner	Financial Restructuring	2005	22.9	1,300	\$ 29,770.00
Hansen, Kristopher M.	Partner	Financial Restructuring	1996	114.5	1,795	205,527.50
Merola, Frank A.	Partner	Financial Restructuring	1988	69.6	1,600	111,360.00
Pasquale, Kenneth	Partner	Financial Restructuring	1990	180.8	1,600	289,280.00
Sasson, Gabriel	Partner	Financial Restructuring	2010	46.6	1,195	55,687.00
Storz, John F.	Partner	Financial Restructuring	1996	8.3	1,350	11,205.00
Ashuraey, Sam N.	Associate	Financial Restructuring	2017	56.6	970	54,902.00
Gargano, Charles E.	Associate	Financial Restructuring	2020	27.5	685	18,837.50
Iaffaldano, John F.	Associate	Financial Restructuring	2020	99.8	685	68,363.00
Isaacson, Marni M.	Associate	Financial Restructuring	2014	11.0	1,045	11,495.00
Lau, Joanne	Associate	Financial Restructuring	2014	9.2	1,045	9,614.00
Millman, Sherry J.	Special Counsel	Financial Restructuring	1985	273.1	1,100	300,410.00
Sadler, Tess M.	Associate	Financial Restructuring	2019	18.6	775	14,415.00
Santana, Alexandra	Associate	Financial Restructuring	2017	0.5	865	432.50
Totals for Attorneys				939.0		\$ 1,181,298.50

Name of Paraprofessional	Position	Department	Years in Position	Hours	Rate	Amount
Laskowski, Mathew D.	Paralegal	Financial Restructuring	23	2.3	460	1,058.00
Magzamen, Michael	Paralegal Supervisor	Financial Restructuring	18	45.8	460	21,068.00
Mohamed, David	Paralegal	Financial Restructuring	30	1.4	400	560.00
Rivera, Johnny	Project Manager	Litigation Support	15	5.2	400	2,080.00
Tholen, Daniel J.	Project Manager	Litigation Support	9	0.5	400	200.00
Total for Paraprofessionals				55.2		\$ 24,966.00
Total				994.2		\$1,206,264.50

Summary of Compensation Requested by Project Category			
Matter Code	Project Category	Hours	Amount
0001	Case Administration	38.1	\$ 20,404.00
0002	Meetings & Communications with Debtors	35.8	48,494.00
0004	Relief from Stay / Adequate Protection Matters	2.9	4,340.00
0005	Court Hearings	56.1	70,163.50
0006	Creditors Committee Meetings and Communications	181.6	233,328.50
0007	Case Analysis/ Pleading Analysis and Responses	14.9	14,738.00
0009	Stroock Fee Applications	25.8	20,184.00
0010	Other Professional Retention	3.7	3,530.50
0011	Other Professional Fee Applications	10.8	9,628.00
0012	Lien Review	10.0	12,431.00
0015	Litigation & Adversary Proceedings	101.2	118,794.50
0016	Business Operations	8.2	11,370.50
0021	Schedules/SoFAs/UST Reports	1.1	1,485.50
0022	Claims Administration & Objections	14.3	17,050.00
0023	Plan & Disclosure Statement	489.7	620,322.50
	Total	994.2	\$ 1,206,264.50

Summary of Expense Reimbursement Requested by Category	
Category	Amount
O/S Information Services	\$ 306.10
Westlaw	174.24
Courtlink	59.42
Long Distance Telephone	84.10
Total	\$ 623.86

EXHIBIT C

Customary and Comparable Compensation Disclosures

CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES

Category of Timekeeper	Blended Hourly Rate	
	Non-Bankruptcy Blended Hourly Rate for New York Timekeepers	Blended Hourly Rate for This Fee Application
Partner	\$ 1371	\$ 1588
Of Counsel	1135	N/A
Associate/ Special Counsel	935	964
Paralegal	413	452
All Timekeepers Aggregated	958	1213

As reflected in the chart above, the blended hourly rate for all Stroock timekeepers located in the New York office (including both professionals and paraprofessionals) who billed to non-bankruptcy matters (collectively, the “Non-Bankruptcy Matters”)¹ during the period beginning on February 1, 2021 through and including April 30, 2021 (the “Comparable Period”) was, in the aggregate, approximately \$958 per hour (the “Non-Bankruptcy Blended Hourly Rate”).²

The blended hourly rate for all Stroock timekeepers (including both professionals and paraprofessionals) who billed to the Chapter 11 Cases during the Fee Period was approximately \$1213 per hour (the “Blended Hourly Rate for This Fee Application”).³

¹ Stroock has a vibrant practice representing hedge funds, private equity funds, banks, and other financial institutions in complex out-of-court restructuring transactions and distressed M&A transactions. It is the nature of this practice that the professionals and paraprofessionals who work primarily within Stroock’s Financial Restructuring Group work on engagements in bankruptcy proceedings and outside of bankruptcy. Accordingly, “Non-Bankruptcy Matters” consist of matters for which Stroock’s New York timekeepers represented a client in a matter other than an in-court bankruptcy proceeding, and the Non-Bankruptcy Matters include time billed by Stroock’s New York timekeepers who work primarily within Stroock’s Financial Restructuring Group.

² Stroock calculated the blended rate for Non-Bankruptcy Matters by dividing the total dollar amount billed by Stroock’s New York timekeepers to the Non-Bankruptcy Matters during the Comparable Period by the total number of hours billed by Stroock’s New York timekeepers to the Non-Bankruptcy Matters during the Comparable Period.

³ Stroock calculated the blended rate for timekeepers who billed to the Chapter 11 Cases by dividing the total dollar amount billed by such timekeepers during the Fee Period by the total number of hours billed by such timekeepers during the Fee Period.

EXHIBIT D

Monthly Fee Statements

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re

FIELDWOOD ENERGY LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 20-33948 (MI)

(Jointly Administered)

Objection Deadline: April 12, 2021

**SEVENTH MONTHLY STATEMENT OF SERVICES RENDERED
AND EXPENSES INCURRED FOR THE PERIOD FEBRUARY 1, 2021
THROUGH FEBRUARY 28, 2021 BY STROOCK & STROOCK & LAVAN LLP
AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

Stroock & Stroock & Lavan LLP (“Stroock”)², counsel for the Official Committee of Unsecured Creditors (the “Committee”), hereby submits this Seventh Monthly Statement of Services Rendered and Expenses Incurred (the “Monthly Fee Statement”) for the period February 1, 2021 through February 28, 2021 (the “Statement Period”), in accordance with the Court’s order, dated September 17, 2020, establishing interim compensation procedures for this case (the “Compensation Order”) [Docket No. 367]. In support of the Monthly Fee Statement, Stroock respectfully represents as follows:

Relief Requested

1. Stroock respectfully submits this Monthly Fee Statement for: (i) compensation of fees for reasonable, actual and necessary services rendered by Stroock on behalf of the

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors’ primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Compensation Order.

Committee during the Statement Period; and (ii) reimbursement of reasonable, actual and necessary expenses incurred by Stroock on behalf of the Committee during the Statement Period.

2. Stroock seeks compensation for professional services rendered and reimbursement of expenses incurred during the Statement Period in the amounts set forth as below:

Total Fees:	\$335,264.80 (80% of \$419,081.00)
Total Expenses:	\$233.66
Total:	\$335,498.46

3. A detailed statement of hours spent rendering legal services to the Committee during the Statement Period is attached hereto as Exhibit A. A detailed list of disbursements made or incurred by Stroock in connection with services performed on behalf of the Committee during the Statement Period is attached hereto as Exhibit B.

4. Pursuant to the Compensation Order, Stroock seeks payment of \$335,498.46 from the Debtors for the Statement Period, representing (a) 80% of Stroock's total fees for services rendered and (b) 100% of the total expenses incurred during the Statement Period.

Notice

5. In accordance with the Compensation Order, notice of this Monthly Fee Statement has been served upon the following parties (collectively, as further defined in the Compensation Order, the "Notice Parties"): (i) the Debtors; (ii) counsel to the Debtors; (iii) counsel to the Ad Hoc Group of Secured Lenders; and (iv) the Office of the United States Trustee for the Southern District of Texas.

6. Pursuant to the Compensation Order, objections to the Monthly Fee Statement, if any, must be served upon the Notice Parties, including Stroock, no later than **April 12, 2021 (the**

“Objection Deadline”), setting forth the nature of the objection and the specific amounts of fees and expenses at issue.

7. If no objection to the Monthly Fee Statement is received by the Objection Deadline, the Debtors shall pay Stroock the amounts of fees and expenses identified in the Monthly Fee Statement.

8. To the extent an objection to the Monthly Fee Statement is received on or prior to the Objection Deadline, the Debtors may withhold payment of that portion of the payment requested to which the objection is directed, and shall promptly pay the remainder of the fees and expenses as set forth herein. To the extent such objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing.

Dated: March 29, 2021
New York, New York

STROOCK & STROOCK & LAVAN LLP

/s/ Kenneth Pasquale

Kristopher M. Hansen

Kenneth Pasquale

Sherry J. Millman

180 Maiden Lane

New York, NY 10038

Telephone: (212) 806-5400

Facsimile: (212) 806-6006

*Counsel to the Official Committee of Unsecured
Creditors*

FIELDWOOD ENERGY LLC, *et al.*
SUMMARY OF FEES
FEBRUARY 1, 2021 – FEBRUARY 28, 2021

Name of Professional	Position	Department	Bar Admission Date	Hours	Rate	Amount
Cota, Alexandro	Partner	Financial Restructuring	2005	6.0	\$1,300	\$7,800.00
Hansen, Kristopher M.	Partner	Financial Restructuring	1996	34.6	1,795	62,107.00
Merola, Frank A.	Partner	Financial Restructuring	1988	21.0	1,600	33,600.00
Pasquale, Kenneth	Partner	Financial Restructuring	1990	71.5	1,600	114,400.00
Sasson, Gabriel	Partner	Financial Restructuring	2010	29.3	1,195	35,013.50
Ashuraey, Sam N.	Associate	Financial Restructuring	2017	24.1	970	23,377.00
Gargano, Charles E.	Associate	Financial Restructuring	2020	17.9	685	12,261.50
Iaffaldano, John F.	Associate	Financial Restructuring	2019	31.9	685	21,851.50
Isaacson, Marni M.	Associate	Financial Restructuring	2014	2.2	1,045	2,299.00
Millman, Sherry J.	Special Counsel	Financial Restructuring	1985	82.4	1,100	90,640.00
Sadler, Tess M.	Associate	Financial Restructuring	2019	10.2	775	7,905.00
Santana, Alexandra	Associate	Financial Restructuring	2019	0.5	865	432.50
Totals for Attorneys				331.6		\$411,687.00

Name of Paraprofessional	Position	Department	Years of Experience	Hours	Rate	Amount
Laskowski, Mathew D.	Paralegal	Financial Restructuring	23	0.3	460	138.00
Magzamen, Michael	Paralegal Supervisor	Financial Restructuring	18	15.6	460	7,176.00
Mohamed, David	Paralegal	Financial Restructuring	30	0.2	400	80.00
Total for Paraprofessionals				16.1		\$7,394.00
Total				347.7		\$419,081.00

FIELDWOOD ENERGY LLC, *et al.*
COMPENSATION BY PROJECT CATEGORY
FEBRUARY 1, 2021 – DECEMBER 31, 2021

Matter Code	Project Category	Hours	Amount
0001	Case Administration	11.8	\$ 7,279.50
0002	Meetings & Communications with Debtors	16.6	23,713.00
0004	Relief from Stay / Adequate Protection Matters	0.8	1,130.00
0005	Court Hearings	18.2	24,094.00
0006	Creditors Committee Meetings and Communications	69.3	84,447.50
0007	Case Analysis/ Pleading Analysis and Responses	12.0	11,230.00
0009	Stroock Fee Applications	19.3	15,608.00
0010	Other Professional Retention	2.7	2,356.50
0011	Other Professional Fee Applications	3.5	3,231.50
0012	Lien Review	5.1	7,088.00
0015	Litigation & Adversary Proceedings	77.3	91,392.50
0016	Business Operations	3.9	5,515.00
0021	Schedules/SoFAs/UST Reports	0.2	320.00
0022	Claims Administration & Objections	14.0	16,720.00
0023	Plan & Disclosure Statement	93.0	124,955.50
	Total	347.7	\$ 419,081.00

FIELDWOOD ENERGY LLC, *et al.*
DISBURSEMENT SUMMARY
DECEMBER 1, 2020 – DECEMBER 31, 2020

Disbursement	Amount
Westlaw	\$ 174.24
Courtlink	59.42
Total	\$ 233.66

Exhibit A

Detailed Time Entries

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INVOICE

INVOICE NO.	785164
CLIENT	Official Committee of Unsecured Creditors of Fieldwood Energy LLC, <i>et al.</i>

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through February 28, 2021, including:

RE	Case Administration 007168 0001
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DATE	DESCRIPTION	NAME	HOURS
02/01/2021	Update task list.	Gargano, C.E.	0.1
02/01/2021	Obtain, archive and circulate ECF filed documents (.2); review docket and update working group (.2).	Magzamen, M.S.	0.4
02/02/2021	Update task list.	Gargano, C.E.	0.1
02/02/2021	Update PSZJ re: BP hearing matters (.2); review docket, calendars update and update working group (.3).	Magzamen, M.S.	0.5
02/02/2021	Obtain, archive and circulate ECF filed documents.	Magzamen, M.S.	0.1
02/03/2021	Obtain, archive and circulate ECF filed documents; calendar updates.	Magzamen, M.S.	0.4
02/04/2021	Update task list.	Gargano, C.E.	0.1
02/04/2021	Review dockets, update calendars and send update working group.	Magzamen, M.S.	0.2
02/05/2021	Update task list.	Gargano, C.E.	0.1
02/05/2021	Circulate morning docket and calendars update to working group (.2); obtain and circulate ECF filings (.1); review docket and update working	Magzamen, M.S.	0.5

STROOCK

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	group (.2).		
02/05/2021	Confer with C. Gargano re admin issues.	Millman, S.J.	0.1
02/08/2021	Catch up on latest issues, workstreams resignation (.5); communications on same (.1).	Cota, A.	0.6
02/08/2021	Update task list.	Gargano, C.E.	0.1
02/08/2021	Emails w/ S. Millman re scheduling professionals and UCC meetings.	Iaffaldano, J.F.	0.2
02/08/2021	Discuss PHV w/ G. Sasson (.1); obtain, archive and circulate ECF filed documents (.1); confirm dates w/ local counsel (.1) review docket, update calendars and circulate among working group (.2).	Magzamen, M.S.	0.5
02/09/2021	Update task list.	Gargano, C.E.	0.1
02/09/2021	Review dockets, update calendars and circulate among working group.	Magzamen, M.S.	0.4
02/09/2021	Review of various case assignments.	Millman, S.J.	0.2
02/10/2021	Obtain, archive and circulate ECF filed documents (.1); confer w/ K. LaBrada (PSZJ) re: randomly assigned hearing (.2); review docket and update working group (.2).	Magzamen, M.S.	0.5
02/11/2021	Update task list.	Gargano, C.E.	0.1
02/11/2021	Further correspondence w/ K. LaBrada (PSZJ) re: hearing appearing on Judge's calendar.	Magzamen, M.S.	0.1
02/11/2021	Obtain, archive and circulate ECF filed documents (.2); review docket and update working group (.2).	Magzamen, M.S.	0.4
02/12/2021	Update task list.	Gargano, C.E.	0.1
02/12/2021	Calendar updates (.2); circulate ECF filings (.1); review docket and update working group re: filings (.2).	Magzamen, M.S.	0.5
02/16/2021	Update task list.	Gargano, C.E.	0.3
02/16/2021	Corr w/ C. Gargano re daily task list updates.	Iaffaldano, J.F.	0.1

STROOCK

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02/16/2021	Obtain, archive and circulate ECF filed documents and calendars updates.	Magzamen, M.S.	0.5
02/17/2021	Update task list.	Gargano, C.E.	0.2
02/17/2021	Review docket and update working group.	Magzamen, M.S.	0.2
02/17/2021	Confer internally re assignments (.1); review of upcoming matters for hearing (.1).	Millman, S.J.	0.2
02/17/2021	Emails & confer w/ team re status items.	Pasquale, K.	0.3
02/18/2021	Obtain, archive and circulate ECF filed documents; confer w/ S. Millman re: make-up of UCC notice to be filed; review dockets and circulate update among working group.	Magzamen, M.S.	0.4
02/19/2021	Obtain, archive and circulate ECF filed documents.	Magzamen, M.S.	0.1
02/22/2021	Obtain, archive and circulate ECF filed documents.	Magzamen, M.S.	0.3
02/23/2021	Organize Conway presentations (.4); emails w/ S. Millman and M. Magzamen re same (.2).	Iaffaldano, J.F.	0.6
02/23/2021	Organize docs; confer w/ S. Millman, K. Pasquale, J. Iaffaldano and C. Gargano re: same.	Magzamen, M.S.	0.3
02/24/2021	Update task list.	Gargano, C.E.	0.2
02/24/2021	Discuss committee working group w/ G. Gargano (.2); update roll call list for committee calls (.1); review bylaws (.3); review task list (.1).	Iaffaldano, J.F.	0.7
02/24/2021	Dockets review and calendars update.	Magzamen, M.S.	0.2
02/25/2021	Research USDOJ contacts for K. Pasquale; docket/calendars update and circulation.	Magzamen, M.S.	0.4
02/26/2021	Review docket and update working group.	Magzamen, M.S.	0.2
02/26/2021	Obtain and circulate recently docketed pleadings.	Mohamed, D.	0.2

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Cota, Alexandro	0.6	\$ 1,300	\$ 780.00
Gargano, Charles E.	1.5	685	1,027.50
Iaffaldano, John F.	1.6	685	1,096.00
Magzamen, Michael	7.1	460	3,266.00
Millman, Sherry J.	0.5	1,100	550.00
Mohamed, David	0.2	400	80.00
Pasquale, Kenneth	0.3	1,600	480.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 7,279.50
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 MATTER DISBURSEMENT SUMMARY

Westlaw	\$ 174.24
Courtlink	59.42

TOTAL DISBURSEMENTS/CHARGES	\$ 233.66
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TOTAL FOR THIS MATTER	\$ 7,513.16
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STROOCK

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RE	Meetings & Communications with Debtors 007168 0002
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DATE	DESCRIPTION	NAME	HOURS
02/01/2021	Review Weil correspondence re Pre-Petition claims.	Merola, F.A.	0.2
02/01/2021	Follow up with J. Liou (Weil), M. Magzamen and with Conway re government claims.	Millman, S.J.	0.2
02/02/2021	Review Weil correspondence re Joint Interest Billing.	Merola, F.A.	0.2
02/05/2021	Review Weil correspondence re Committee Challenge Stipulation.	Merola, F.A.	0.2
02/05/2021	Confer with J. Liou (Weil) re government claims and related issues.	Millman, S.J.	0.1
02/08/2021	Call with J. Liou (Weil) to discuss plan status and related issues and follow up discussions internally re same.	Millman, S.J.	0.4
02/09/2021	T/c A. Perez (Weil) re database status (.2); emails re same (.2).	Pasquale, K.	0.4
02/12/2021	Call with J. Liou (Weil) re status of proposal and plan process.	Millman, S.J.	0.2
02/15/2021	Call with J. Liou (Weil) to discuss plan/ds related issues and confer with K. Pasquale re same.	Millman, S.J.	0.5
02/18/2021	Review Weil call re counter.	Merola, F.A.	0.1
02/18/2021	Confer with J. Liou (Weil) re discussion points.	Millman, S.J.	0.4
02/18/2021	Review & revise issues list for Plan discussions w/ debtors (.9); conf call w/ Conway in prep for call w/debtors (.5); review debtors' documents re same (.8).	Pasquale, K.	2.2

STROOCK

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02/19/2021	Attend call with Debtors' professionals re Plan.	Ashuraey, S.N.	0.8
02/19/2021	Call with Debtor reps re Plan counterproposal.	Merola, F.A.	1.0
02/19/2021	Prep for (.6) & conf call w/debtors (1.0) re plan issues & counter proposal; follow-up with team (.5).	Pasquale, K.	2.1
02/21/2021	Correspondence with Weil re Plan exhibits.	Merola, F.A.	0.2
02/22/2021	Correspondence with Weil re Plan due diligence.	Merola, F.A.	0.2
02/22/2021	Finalize and forward to Debtors list of plan implementation issues and schedule call.	Millman, S.J.	0.7
02/23/2021	Review Weil correspondence re Joint Interest Billing payments.	Merola, F.A.	0.2
02/23/2021	Review of JIB/Vendor information and confer with Weil re same and messages to Conway re same.	Millman, S.J.	0.4
02/24/2021	Corresp with Debtors' counsel re: challenge stipulation (.4); corresp. with SSL team re: same (.2).	Sasson, G.	0.6
02/25/2021	Review Weil correspondence re surety engagement tracker.	Merola, F.A.	0.2
02/25/2021	Prep for (.6) & conf call w/ debtors (1.0) re Plan issues; debrief w/ team (.4); review documents & spreadsheets from debtors (1.5).	Pasquale, K.	3.5
02/28/2021	Discussions with Debtors' re proposal and confer with Conway and internally re same (1.0); review of draft response (.3).	Millman, S.J.	1.3
02/28/2021	Conf call w/ debtors counsel re plan proposal.	Pasquale, K.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Ashuraey, Sam N.	0.8	\$ 970	\$ 776.00
Merola, Frank A.	2.5	1,600	4,000.00
Millman, Sherry J.	4.2	1,100	4,620.00

STROOCK

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Pasquale, Kenneth	8.5	1,600	13,600.00
Sasson, Gabriel	0.6	1,195	717.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 23,713.00
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TOTAL FOR THIS MATTER	\$ 23,713.00
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STROOCK

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RE	Relief from Stay / Adequate Protection Matters 007168 0004
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DATE	DESCRIPTION	NAME	HOURS
02/10/2021	Review of O'Neill lift stay matter and follow up re hearing date issue.	Millman, S.J.	0.3
02/11/2021	Review Daniels relief from stay stipulation (.1); review Stipulation re O'Neill relief from stay (.1).	Merola, F.A.	0.2
02/26/2021	Review Stipulation re O'Neil relief from stay (.1); review Wild relief from stay (.2).	Merola, F.A.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Merola, Frank A.	0.5	\$ 1,600	\$ 800.00
Millman, Sherry J.	0.3	1,100	330.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,130.00
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TOTAL FOR THIS MATTER	\$ 1,130.00
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STROOCK

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RE	Court Hearings 007168 0005
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DATE	DESCRIPTION	NAME	HOURS
02/01/2021	Monitor hearing re motion to compel BP.	Iaffaldano, J.F.	1.0
02/01/2021	Confer w/ SSL and PSZJ teams re: hearing coverage.	Magzamen, M.S.	0.2
02/01/2021	Review Notice of Adjournment of DS hearing.	Merola, F.A.	0.1
02/01/2021	Review Supplement to Emergency BP Motion (.2); participate in hearing re Motion to Compel BP (.8).	Merola, F.A.	1.0
02/01/2021	Monitor portions of BP status conference.	Millman, S.J.	0.5
02/01/2021	Review debtors' supplemental documents in advance of status conf (.4); participate in court status conf re BP motion (.7).	Pasquale, K.	1.1
02/02/2021	Attend hearing re: BP motion to compel.	Ashuraey, S.N.	0.8
02/02/2021	Monitor hearing re motion to compel BP.	Iaffaldano, J.F.	2.1
02/02/2021	Review BP Objection re Motion to Compel (.3); review W&E lists (.2); monitor hearing re BP Motion to Compel (1.5).	Merola, F.A.	2.0
02/02/2021	Monitor portions of BP hearing.	Millman, S.J.	1.5
02/02/2021	Review BP response, witness lists in prep for hearing (.5); participate in court hearing re BP motion (6.3).	Pasquale, K.	6.8
02/11/2021	Review Notice re Emergency for BP Hearing.	Merola, F.A.	0.1
02/16/2021	Review Notice of Adjournment of Hearing for BP.	Merola, F.A.	0.1
02/18/2021	Review W&E lists for upcoming hearing.	Merola, F.A.	0.2

STROOCK

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02/21/2021	Review agenda for hearing re BP.	Merola, F.A.	0.2
02/22/2021	Attend hearing on motion to amend sublease.	Iaffaldano, J.F.	0.4
02/26/2021	Monitor hearing re automatic stay.	Iaffaldano, J.F.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Ashuraey, Sam N.	0.8	\$ 970	\$ 776.00
Iaffaldano, John F.	3.6	685	2,466.00
Magzamen, Michael	0.2	460	92.00
Merola, Frank A.	3.7	1,600	5,920.00
Millman, Sherry J.	2.0	1,100	2,200.00
Pasquale, Kenneth	7.9	1,600	12,640.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 24,094.00
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TOTAL FOR THIS MATTER	\$ 24,094.00
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STROOCK

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RE	Creditors Committee Meetings and Communications 007168 0006
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DATE	DESCRIPTION	NAME	HOURS
02/01/2021	Attend weekly professionals call.	Ashuraey, S.N.	0.3
02/01/2021	Weekly professionals call.	Gargano, C.E.	0.4
02/01/2021	Attend Committee professionals weekly call.	Iaffaldano, J.F.	0.3
02/01/2021	Participate in professionals call.	Isaacson, M.M.	0.4
02/01/2021	Review Committee correspondence re Disclosure Statement continuance (.1); participate in Committee professional call (.3); review correspondence to Committee re call agenda (.2).	Merola, F.A.	0.6
02/01/2021	Prepare agenda for Committee meeting and confer internally and forward to Committee (.5); provide case update to committee (.3); prepare for and participate in Committee professionals call and confer with Conway in advance (.5).	Millman, S.J.	1.3
02/01/2021	Prep meeting for Committee call.	Pasquale, K.	0.3
02/01/2021	Weekly call with Committee professionals re status and analysis.	Sadler, T.M.	0.5
02/02/2021	Attend weekly Committee call.	Ashuraey, S.N.	0.2
02/02/2021	Committee meeting (.3); prep for same (1.3); follow up re same (.8).	Hansen, K.M.	2.4
02/02/2021	Prepare for (.1) and participate in weekly Committee call (.3).	Iaffaldano, J.F.	0.4
02/02/2021	Call with Committee.	Merola, F.A.	0.3
02/02/2021	Prepare for (.2) and participate in Committee meeting (.2) and follow up discussions with Committee member (.1).	Millman, S.J.	0.5

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02/02/2021	Committee meeting.	Pasquale, K.	0.3
02/02/2021	Weekly update and status call with Committee and Committee professionals (.3) and prepare for the same (.2).	Sadler, T.M.	0.5
02/03/2021	Review Committee update re BP.	Merola, F.A.	0.2
02/03/2021	Review of reports re hearing and respond to inquiry and confer with K. Pasquale re same; (.2) prepare report to committee re same; (.2) respond to inquiry from committee member re same (.3).	Millman, S.J.	0.7
02/04/2021	Confer with M. Warner (PSZJ) and Conway re Committee issues.	Millman, S.J.	0.2
02/05/2021	Discuss committee resignation with SSL team.	Hansen, K.M.	0.5
02/05/2021	Review Committee resignation.	Merola, F.A.	0.1
02/05/2021	Review of notice of resignation, communication to Committee member counsel (.4); provide notice re same and confer with other Committee professionals re same (.2).	Millman, S.J.	0.6
02/08/2021	Correspondence with Committee re cancelled meeting.	Merola, F.A.	0.2
02/08/2021	Call of local counsel and Conway team and K. Pasquale to discuss Committee issues (.4); review of schedules and notices of appearance and follow up with various creditors (.8); memo to Committee and follow up emails from Committee member re financial data (.3).	Millman, S.J.	1.5
02/08/2021	Conf call w/ professionals re Committee issues (.5); confer w/ S. Millman re same (.3); emails re same (.3).	Pasquale, K.	1.1
02/08/2021	Weekly Committee professionals status call.	Sadler, T.M.	0.5
02/09/2021	Committee process update (.5); committee call (.6).	Hansen, K.M.	1.1
02/09/2021	Follow up with creditors re inquiries re Committee.	Millman, S.J.	1.0

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02/09/2021	Conf call w/ creditor re status.	Pasquale, K.	0.5
02/10/2021	Communication with Committee member re cash flow information and confer with Conway re same.	Millman, S.J.	0.3
02/10/2021	Emails & conf call w/ creditor re Committee service.	Pasquale, K.	0.7
02/11/2021	Review Committee correspondence re Apache sublease.	Merola, F.A.	0.2
02/11/2021	Respond to inquiries from two trade creditors.	Millman, S.J.	0.5
02/11/2021	Coordinate with co-counsel re information to interested applicants (.3); respond to one creditor candidate (.3).	Millman, S.J.	0.6
02/11/2021	Emails w/ team re committee issues.	Pasquale, K.	0.3
02/12/2021	Review correspondence cancelling Committee professional call.	Merola, F.A.	0.1
02/12/2021	Call with K. Pasquale and Conway to discuss current status, issues for Tuesday's Committee call and claims status and follow up with email to Committee professionals (.4); discussion with creditor interested in joining Committee (.2).	Millman, S.J.	0.6
02/12/2021	Emails & conf call w/ S. Millman, Conway in prep for next Committee meeting.	Pasquale, K.	0.5
02/14/2021	Review Conway Committee presentation.	Iaffaldano, J.F.	0.2
02/15/2021	Review Committee professional correspondence (.2); review Conway Committee materials (.2).	Merola, F.A.	0.4
02/15/2021	Review of Conway presentation and confer with A. Bekker (Conway) re same (.8); prepare memo to Committee re tomorrow's call (.2); follow up communication with Committee member (.2).	Millman, S.J.	1.2
02/16/2021	Weekly conf call w/ clients.	Cota, A.	0.4

STROOCK

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02/16/2021	Weekly Committee call.	Gargano, C.E.	0.3
02/16/2021	Committee meeting (.3) and prep for the same (.3).	Hansen, K.M.	0.6
02/16/2021	Prepare for (.1) and participate in weekly UCC call (.3).	Iaffaldano, J.F.	0.4
02/16/2021	Participate in committee call.	Isaacson, M.M.	0.4
02/16/2021	Review Conway Committee update (.3); participate in Committee call (.3).	Merola, F.A.	0.6
02/16/2021	Call with counsel to claim holder to be appointed to Committee (.3); review of by-laws and NDA to be executed upon appointment (.2); prepare for and participate in Committee call (.3).	Millman, S.J.	0.8
02/16/2021	Prep for (.5) & Committee meeting (.3); confer w/ S. Millman re same (.3); conf call w/ creditor re status (.3).	Pasquale, K.	1.4
02/17/2021	Call with creditor potentially interested in joining Committee (.3); respond to creditor submitting application for membership (.1); communicate with Committee member resigning and confer with Committee professionals re same (.2); confer with M. Warner (PSZJ) re UST process (.2); messages from M. Warner team re their application and address mechanics of signoff (.3).	Millman, S.J.	1.1
02/17/2021	Emails re member resignation issues.	Pasquale, K.	0.3
02/18/2021	Confer with co counsel re US Trustee appointment of new members (.4); respond to inquiries re Committee membership from interested creditors (.3).	Millman, S.J.	0.7
02/19/2021	Review and provide comments to Committee bylaws (1.5) and incorporate K. Pasquale comments re same (.5).	Gargano, C.E.	2.0
02/19/2021	Review Notice of Reconstituted Committee.	Merola, F.A.	0.1
02/19/2021	Review of notice of reconstitution of Creditors' Committee and seek to connect with new	Millman, S.J.	1.1

STROOCK

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	Committee members and resigning member (.8); confer with C. Gargano re bylaws and NDA and review emails (.3).		
02/20/2021	Prep NDA and Bylaws for new Committee members (1.1); and coordinate w/ each member re signature (.4).	Gargano, C.E.	1.5
02/20/2021	Review of materials to new Committee members (.4) and confer with C. Gargano and K. Pasquale re same (.2).	Millman, S.J.	0.6
02/22/2021	Attend weekly UCC professionals call.	Ashuraey, S.N.	0.8
02/22/2021	Professionals call (.8) and catchup on latest updates (.1).	Cota, A.	0.9
02/22/2021	Committee professionals call (.8); call w/ Sea Robin to discuss Committee (.7); coordinate signature of Bylaws/NDA for new Committee members (.2).	Gargano, C.E.	1.7
02/22/2021	Prep for committee meeting.	Hansen, K.M.	1.0
02/22/2021	Attend weekly UCC professionals call (partial).	Iaffaldano, J.F.	0.4
02/22/2021	Participate in professionals call (partial).	Isaacson, M.M.	0.5
02/22/2021	Participate in Committee professionals call (.8); review Committee correspondence re meeting reschedule (.1).	Merola, F.A.	0.9
02/22/2021	Obtain new Committee member signoff on docs (.2); call with new Committee member to provide overview and prepare materials for Committee member review (1.2); seek to connect with additional new Committee member (.2); communications with resigning member and Conway team re same (.3); confer internally re meetings and memo to Committee re meetings (.3); call of Committee professionals to discuss plan issues (.8).	Millman, S.J.	3.0
02/22/2021	Conf call w/ professionals re Committee proposal/meeting prep (.7); prep for (.8) & conf call w/ Sea Robin team re Committee and case issues (.7).	Pasquale, K.	2.2

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02/22/2021	Weekly professionals call re case strategy and issues and review correspondence re same.	Sadler, T.M.	0.8
02/23/2021	Revise and review updated bylaws for Committee (.9) and review NDA for new members (.4).	Gargano, C.E.	1.3
02/23/2021	Review Conway materials.	Merola, F.A.	0.3
02/23/2021	Calls with Committee members and follow up re NDA and by laws and re scheduling of Committee call.	Millman, S.J.	1.0
02/23/2021	Review materials for presentation to new Committee members (.8); confer w/ S. Millman re same (.3); review draft settlement deck (.8).	Pasquale, K.	1.9
02/24/2021	Finalize revised execution version of bylaws and circulate to Committee (.5); send out executed NDAs to new Committee members (.5).	Gargano, C.E.	1.0
02/24/2021	Provide updates on case to new committee members.	Hansen, K.M.	1.0
02/24/2021	Review correspondence re Committee materials and meeting (.2); review revised Conway materials (.3); review summary re Chevron discussions (.2).	Merola, F.A.	0.7
02/24/2021	Prepare additional materials for new Committee member (.3); finalize deck with Conway for presentation to the Committee (.5); email to Committee (.2); confer with C. Gargano re messages to Committee members and re setting up admin matters (.2).	Millman, S.J.	1.2
02/24/2021	Prep for (.3) & conf call w/ creditor (.5) re case issues; debrief call w/ Committee team (.7); conf call w/ Committee member re plan issues (.3); review deck to Committee (.5) & confer w/ team re same (.5).	Pasquale, K.	2.8
02/25/2021	Attend weekly call with Committee (.9); review materials for same (.2).	Ashuraey, S.N.	1.1
02/25/2021	Review materials for Committee member call (.1); call w/ Committee members (.7).	Cota, A.	0.8

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02/25/2021	Weekly Committee call.	Gargano, C.E.	0.8
02/25/2021	Prepare for (.4) and participate in Committee update call (.8).	Iaffaldano, J.F.	1.2
02/25/2021	Participate in Committee call (partial).	Isaacson, M.M.	0.5
02/25/2021	Participate in Committee meeting (.8); correspondence with Committee re counter (.3).	Merola, F.A.	1.1
02/25/2021	Prepare for and participate in Committee call (.7); follow up discussions with new Committee member to discuss questions related to proposal (.5); discussions with Conway and with K. Hansen re modification of information in Conway deck (.3) follow up email to members (.2).	Millman, S.J.	1.7
02/25/2021	Prep for (.6) & Committee meeting (.8).	Pasquale, K.	1.4
02/25/2021	Weekly update call with Committee and Committee professionals (.8) and prep (.2).	Sadler, T.M.	1.0
02/25/2021	Attend weekly committee meeting call (partial).	Santana, A.	0.5
02/26/2021	Confer with K. Pasquale re coordination of efforts to speak to government; (.3); respond to inquiry from creditor (.2).	Millman, S.J.	0.5
02/26/2021	Confer with A. Bekker (Conway) re by-laws point and schedule further discussion (.2); respond to inquiry of new Committee member (.3).	Millman, S.J.	0.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Ashuraey, Sam N.	2.4	\$ 970	\$ 2,328.00
Cota, Alexandro	2.1	1,300	2,730.00
Gargano, Charles E.	9.0	685	6,165.00
Hansen, Kristopher M.	6.6	1,795	11,847.00
Iaffaldano, John F.	2.9	685	1,986.50
Isaacson, Marni M.	1.8	1,045	1,881.00
Merola, Frank A.	5.8	1,600	9,280.00
Millman, Sherry J.	21.2	1,100	23,320.00

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Pasquale, Kenneth	13.7	1,600	21,920.00
Sadler, Tess M.	3.3	775	2,557.50
Santana, Alexandra	0.5	865	432.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 84,447.50
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TOTAL FOR THIS MATTER	\$ 84,447.50
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RE	Case Analysis/ Pleading Analysis and Responses 007168 0007
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DATE	DESCRIPTION	NAME	HOURS
02/03/2021	Review BP Order; review Valero Case Order.	Merola, F.A.	0.4
02/09/2021	Review Weil invoice re Joint Interest Billing.	Merola, F.A.	0.2
02/10/2021	Review Emergency Motion re Apache Sublease Agreement.	Merola, F.A.	0.3
02/10/2021	Review emergency sublease motion.	Pasquale, K.	0.5
02/11/2021	Review motion filed by debtors re sublease amendment (.8) and share summary notes with J. Iaffaldano (.2).	Gargano, C.E.	1.0
02/11/2021	Review Debtors' motion to assume office lease (.8); prepare summary of same (1.6); emails w/ internal team re same (.2).	Iaffaldano, J.F.	2.6
02/11/2021	Review of motion re sublease and confer with J. Iaffaldano re same.	Millman, S.J.	0.4
02/17/2021	Review Weil Joint Interest Billing reporting.	Merola, F.A.	0.2
02/19/2021	Review and summarize debtors' motion to enter into non-prosecution agreement (3.1); internal emails re same (.3); email C. Carlson (Weil) re same (.2).	Iaffaldano, J.F.	3.6
02/19/2021	Review summary of non-prosecution agreement motion.	Merola, F.A.	0.1
02/19/2021	Review Motion re Non Prosecution Agreement.	Merola, F.A.	0.2
02/19/2021	Review of motion re resolution of investigations and confer with J. Iaffaldano re summary and additional questions (.7); review memo re same (.2).	Millman, S.J.	0.9
02/19/2021	Review debtors' motion re non-prosecution.	Pasquale, K.	0.5

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02/22/2021	Prepare summary of hearing (.7); emails w/ S. Iaffaldano, J.F. Millman re same (.1).	0.8
02/22/2021	Review summary of BP Sublease hearing. Merola, F.A.	0.2
02/23/2021	Review Notice of withdrawal of BP Emergency Motion. Merola, F.A.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Gargano, Charles E.	1.0	\$ 685	\$ 685.00
Iaffaldano, John F.	7.0	685	4,795.00
Merola, Frank A.	1.7	1,600	2,720.00
Millman, Sherry J.	1.3	1,100	1,430.00
Pasquale, Kenneth	1.0	1,600	1,600.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 11,230.00
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TOTAL FOR THIS MATTER	\$ 11,230.00
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RE	Stroock Fee Applications 007168 0009
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DATE	DESCRIPTION	NAME	HOURS
02/24/2021	Emails w/ M. Magzamen and S. Millman re fee application (.3); call w/ S. Millman re same (.1); emails w/ T. Sadler re same (.1).	Iaffaldano, J.F.	0.5
02/24/2021	Draft SSL Second Interim fee application (1.9); discussions re: same (.2); finalize SSL and Conway January fee statements (.4); confer w/ T. Sadler re: SSL draft 2d interim fee application (.3).	Magzamen, M.S.	2.8
02/24/2021	Review of procedures and coordinate preparation of interim fee app (.4); messages M. Magzamen, T. Sadler, and t/cs J. Iaffaldano re same (.5).	Millman, S.J.	0.9
02/25/2021	Provide detail for summary of work performed in interim fee app.	Ashuraey, S.N.	0.3
02/25/2021	Emails and discussion w/ T. Sadler re second interim fee application.	Iaffaldano, J.F.	0.3
02/25/2021	Draft Stroock Second Interim Fee Application; confer w/ T. Sadler and Billing re: same.	Magzamen, M.S.	2.4
02/26/2021	Correspondence w/ T. Sadler re interim fee application for SSL.	Gargano, C.E.	0.3
02/26/2021	Correspond with T. Sadler (.1); assist interim fee application (.2).	Laskowski, M.D.	0.3
02/26/2021	Confer w/ C. Gargano re: timing of fee application.	Magzamen, M.S.	0.1
02/26/2021	Coordination re work on fee application (.3); review of charts and comments re same (.4).	Millman, S.J.	0.7
02/26/2021	Draft second interim fee application (3.0) and correspondence re same (.5).	Sadler, T.M.	3.5

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02/27/2021	Work on review of draft and revisions re same.	Millman, S.J.	1.3
02/27/2021	Draft second interim fee application (1.9) and correspondence re same (.2).	Sadler, T.M.	2.1
02/28/2021	Work on revisions to application and confer with K. Pasquale and T. Sadler re same.	Millman, S.J.	1.1
02/28/2021	Review and revise interim fee application.	Pasquale, K.	1.4
02/28/2021	Revise draft second interim fee application and correspondence re same.	Sadler, T.M.	1.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Ashuraey, Sam N.	0.3	\$ 970	\$ 291.00
Gargano, Charles E.	0.3	685	205.50
Iaffaldano, John F.	0.8	685	548.00
Laskowski, Mathew D.	0.3	460	138.00
Magzamen, Michael	5.3	460	2,438.00
Millman, Sherry J.	4.0	1,100	4,400.00
Pasquale, Kenneth	1.4	1,600	2,240.00
Sadler, Tess M.	6.9	775	5,347.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 15,608.00
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TOTAL FOR THIS MATTER	\$ 15,608.00
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RE	Other Professional Retention 007168 0010
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DATE	DESCRIPTION	NAME	HOURS
02/01/2021	Call with Weil re: OCP retention (.2); review application for same (.1).	Ashuraey, S.N.	0.3
02/02/2021	Communications with S. Ashuraey re retention of ordinary course professional.	Millman, S.J.	0.1
02/04/2021	Review and provide comments to revised order re retention of professional(.8); draft emails to Weil re: same (.4).	Ashuraey, S.N.	1.2
02/05/2021	Follow up with S. Ashuraey re Ryan retention.	Millman, S.J.	0.2
02/18/2021	Assist w/ PSZJ retention application and coordinate signatures for application.	Gargano, C.E.	0.7
02/24/2021	Confer w/ C. Gargano re: Conway bill/fee app.	Magzamen, M.S.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Ashuraey, Sam N.	1.5	\$ 970	\$ 1,455.00
Gargano, Charles E.	0.7	685	479.50
Magzamen, Michael	0.2	460	92.00
Millman, Sherry J.	0.3	1,100	330.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 2,356.50
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TOTAL FOR THIS MATTER	\$ 2,356.50
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RE	Other Professional Fee Applications 007168 0011
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DATE	DESCRIPTION	NAME	HOURS
02/01/2021	Review Rothschild invoice.	Merola, F.A.	0.1
02/05/2021	Review Stipulation re Ryan Application.	Merola, F.A.	0.1
02/05/2021	Review Davis Polk invoice.	Merola, F.A.	0.1
02/05/2021	Review of Davis Polk invoice.	Millman, S.J.	0.1
02/08/2021	Review Opportune invoice.	Merola, F.A.	0.1
02/09/2021	Confer w/ Cole Schotz re: monthly fee statement; submit and circulate Cole Schotz monthly fee statement.	Magzamen, M.S.	0.4
02/09/2021	Confer with Magzamen re CS applications and review same.	Millman, S.J.	0.4
02/11/2021	Review AHG January invoices.	Merola, F.A.	0.2
02/12/2021	Follow-up with Mani Little re: outstanding fees.	Magzamen, M.S.	0.2
02/16/2021	Coordinate invoice payment for Committee professional advisors.	Gargano, C.E.	0.6
02/16/2021	Follow-up w/ E. Wortmann (MLW) re: payment of Mani Little Fees.	Magzamen, M.S.	0.2
02/18/2021	Review of Pachulski application and seek to arrange for Committee signature.	Millman, S.J.	0.4
02/24/2021	Review Houlihan Fee Application.	Merola, F.A.	0.1
02/26/2021	Call w/ Cole Schotz team re interim fee application and monthly fee statements (.3) and prep for same (.2).	Gargano, C.E.	0.5

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Gargano, Charles E.	1.1	\$ 685	\$ 753.50
Magzamen, Michael	0.8	460	368.00
Merola, Frank A.	0.7	1,600	1,120.00
Millman, Sherry J.	0.9	1,100	990.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 3,231.50
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TOTAL FOR THIS MATTER	\$ 3,231.50
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RE	Lien Review 007168 0012
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DATE	DESCRIPTION	NAME	HOURS
02/01/2021	Review correspondence with Lenders re Challenge Stipulation.	Merola, F.A.	0.2
02/03/2021	Participate in call re: bank accounts.	Isaacson, M.M.	0.4
02/03/2021	Correspondence with Lender re Lien Challenge extension.	Merola, F.A.	0.2
02/03/2021	Review collateral agreements (.4) & confer w/ team re lien review issues (.5).	Pasquale, K.	0.9
02/04/2021	Review comments to Lien Challenge Stipulation.	Merola, F.A.	0.2
02/04/2021	Emails re challenge extension stip.	Pasquale, K.	0.2
02/05/2021	Exchange correspondence re Committee Challenge Stipulation.	Merola, F.A.	0.2
02/05/2021	Review of revised draft complaint and comments re same (1.2); review of communications re extension of challenge period (.3).	Millman, S.J.	1.5
02/07/2021	Review correspondence with Lenders re Committee Challenge Stipulation.	Merola, F.A.	0.2
02/08/2021	Review filed Challenge Stipulation.	Merola, F.A.	0.1
02/17/2021	Communications with G. Sasson re disclosure statement deadline extension and re extension of challenge period stipulation and confer with K. Pasquale re same.	Millman, S.J.	0.2
02/18/2021	Review correspondence with Lenders re Challenge Stipulation Extension.	Merola, F.A.	0.2
02/23/2021	Exchange Lender correspondence re Lien	Merola, F.A.	0.2

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Challenge Stipulation.

02/24/2021	Review Lender correspondence re Lien Challenge Stipulation.	Merola, F.A.	0.2
02/25/2021	Exchange Lender correspondence re Challenge Stipulation.	Merola, F.A.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Isaacson, Marni M.	0.4	\$ 1,045	\$ 418.00
Merola, Frank A.	1.9	1,600	3,040.00
Millman, Sherry J.	1.7	1,100	1,870.00
Pasquale, Kenneth	1.1	1,600	1,760.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 7,088.00	
TOTAL FOR THIS MATTER		\$ 7,088.00	

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RE	Litigation & Adversary Proceedings 007168 0015
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DATE	DESCRIPTION	NAME	HOURS
02/01/2021	Internal call re standing motion (.5); internal follow up call with G. Sasson and J. Iaffaldano re: same (.3); review precedent standing motions (1.7); begin drafting standing motion (3.6).	Ashuraey, S.N.	6.1
02/01/2021	Call w/ G. Sasson and K. Pasquale re STN.	Iaffaldano, J.F.	0.5
02/01/2021	Draft STN motion.	Iaffaldano, J.F.	2.1
02/01/2021	Call to discuss challenge period and next steps (.4); review of pleadings and confer internally re timing and structure (.8).	Millman, S.J.	1.2
02/01/2021	Conf call & emails w/ team re standing motion issues (.9); draft lien challenge complaint (5.4).	Pasquale, K.	6.3
02/01/2021	Draft and revise stipulation (.6); emails re: same (.4); review precedent re: standing motion (1.8); call re: same with SSL team (.3).	Sasson, G.	3.1
02/02/2021	Continue drafting argument section of STN motion (3.8); review facts section and compiled STN motion (1.6); internal correspondence re: STN motion (.4).	Ashuraey, S.N.	5.8
02/02/2021	Draft STN motion.	Iaffaldano, J.F.	4.2
02/02/2021	Review of draft complaint and prepare comments re same (1.0); communicate with G. Sasson and K. Pasquale re challenge period extension (.2).	Millman, S.J.	1.2
02/02/2021	Continue drafting lien challenge complaint.	Pasquale, K.	3.8
02/02/2021	Review and revise stipulation (.4); emails re: same (.2); review and revise standing motion (2.1).	Sasson, G.	2.7

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02/03/2021	Review and revise STN motion (.6); internal emails re: same (.2).	Ashuraey, S.N.	0.6
02/03/2021	Review lit analysis for complaint and Art 9 Committee research (.8); conf call w/ K. Pasquale, S. Milliman, G. Sasson and M. Isaacson (.4); correspondence regarding same (.1).	Cota, A.	1.3
02/03/2021	Review STN proposed complaint (.6); emails w/ G. Sasson and S. Ashuraey re motion (.2).	Iaffaldano, J.F.	0.8
02/03/2021	Further review of complaint and discussions with K. Pasquale re proposed changes to complaint (.5); review of loan documents and amendments in connection with complaint; (2.1); discussions with team re provisions of documents (.4); review of and comments to standing motion (.9).	Millman, S.J.	3.9
02/03/2021	Confer w/ S. Millman re draft lien challenge complaint (.3); revisions to draft complaint (2.2); review & revise standing motion (1.4).	Pasquale, K.	3.9
02/03/2021	Review and revise standing motion.	Sasson, G.	2.1
02/04/2021	Further comments to complaint and standing motion.	Millman, S.J.	0.6
02/04/2021	Revise & revise draft complaint & standing motion.	Pasquale, K.	1.8
02/04/2021	Review complaint (1.1); review and revise standing motion (1.7).	Sasson, G.	2.8
02/05/2021	Further revisions to lien complaint.	Pasquale, K.	1.6
02/05/2021	Review and revise stipulation (.4); emails with agents and debtors re: same (.4).	Sasson, G.	0.8
02/11/2021	Review filing of replacement Choi exhibit (.2); review Chevron protective order stipulation (.1).	Merola, F.A.	0.3
02/11/2021	Revisions to draft standing motion & complaint.	Pasquale, K.	1.2
02/11/2021	Review standing complaint (1.1); draft standing	Sasson, G.	2.1

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	motion (1.0).		
02/12/2021	Review complaint (.9); review and revise standing motion (1.2).	Sasson, G.	2.1
02/13/2021	Revise STN motion.	Iaffaldano, J.F.	0.2
02/16/2021	Revise STN motion (.5); emails w/ G. Sasson re same (.1).	Iaffaldano, J.F.	0.6
02/16/2021	Draft and revise standing motion.	Sasson, G.	2.6
02/17/2021	Draft and revise standing motion.	Sasson, G.	2.1
02/18/2021	Revise STN motion (.9); prepare exhibits for complaint (.5).	Iaffaldano, J.F.	1.4
02/18/2021	Draft and revise standing motion.	Sasson, G.	2.7
02/18/2021	Draft stipulation extending lien review.	Sasson, G.	0.8
02/22/2021	Review and revise standing motion.	Sasson, G.	1.8
02/24/2021	Prepare exhibits for STN complaint.	Iaffaldano, J.F.	0.6
02/25/2021	Draft and revise standing motion.	Sasson, G.	1.6

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Ashuraey, Sam N.	12.5	\$ 970	\$ 12,125.00
Cota, Alexandro	1.3	1,300	1,690.00
Iaffaldano, John F.	10.4	685	7,124.00
Merola, Frank A.	0.3	1,600	480.00
Millman, Sherry J.	6.9	1,100	7,590.00
Pasquale, Kenneth	18.6	1,600	29,760.00
Sasson, Gabriel	27.3	1,195	32,623.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 91,392.50
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TOTAL FOR THIS MATTER	\$ 91,392.50
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RE	Business Operations 007168 0016
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DATE	DESCRIPTION	NAME	HOURS
02/02/2021	Review of vendor information and communicate with Conway re analysis.	Millman, S.J.	0.4
02/04/2021	Emails re vendor payments (.3); confer w/ S. Millman re same (.2).	Pasquale, K.	0.5
02/09/2021	Follow up discussion on legacy P&A issues.	Hansen, K.M.	0.8
02/11/2021	Review/discuss P&A legacy issues.	Hansen, K.M.	1.2
02/26/2021	Review data room materials (.4); emails w/ C. Gargano and K. Pasquale re same (.1).	Iaffaldano, J.F.	0.5
02/28/2021	Review data room materials re various restructuring updates.	Iaffaldano, J.F.	0.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Hansen, Kristopher M.	2.0	\$ 1,795	\$ 3,590.00
Iaffaldano, John F.	1.0	685	685.00
Millman, Sherry J.	0.4	1,100	440.00
Pasquale, Kenneth	0.5	1,600	800.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 5,515.00
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TOTAL FOR THIS MATTER	\$ 5,515.00
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RE	Schedules/SoFAs/UST Reports 007168 0021
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DATE	DESCRIPTION	NAME	HOURS
02/01/2021	Review Monthly Operating Report.	Merola, F.A.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Merola, Frank A.	0.2	\$ 1,600	\$ 320.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 320.00
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TOTAL FOR THIS MATTER	\$ 320.00
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RE	Claims Administration & Objections 007168 0022
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DATE	DESCRIPTION	NAME	HOURS
02/01/2021	Confer w/ Prime Clerk re: claims (.3); report re: same to S. Millman (.1); review report and claims and confer w/ S. Millman re: same (.4).	Magzamen, M.S.	0.8
02/02/2021	Confer w/ Prime Clerk (.1); review new claims and update S. Millman re: same (.3); forward relevant claims and register to Conway (.2); confer w/ S. Millman re: PDFs of claims (.6).	Magzamen, M.S.	1.2
02/02/2021	Review claim report.	Merola, F.A.	0.2
02/02/2021	Review of government claims filed and report.	Millman, S.J.	0.4
02/04/2021	Work on claims analysis re government claims and other large filed claims; (3.3) review of vendor claim information and confer with A. Bekker (Conway) re same (.5).	Millman, S.J.	3.8
02/04/2021	Review data re vendor program (.3) & confer w/ S. Millman re same (.2); emails re same (.2).	Pasquale, K.	0.7
02/05/2021	Confer with A. Bekker re government claims and next steps.	Millman, S.J.	0.2
02/05/2021	Confer w/ S. Millman re gov't claims (.2); review filed gov't claims (.6).	Pasquale, K.	0.8
02/08/2021	Review Conway correspondence re claims and liquidity.	Merola, F.A.	0.2
02/08/2021	Work on claims analysis.	Millman, S.J.	0.9
02/09/2021	Analysis of precedent & issues re gov't claims.	Pasquale, K.	1.4
02/10/2021	Further review of government filed claims and confer with Conway re same.	Millman, S.J.	0.5
02/17/2021	Emails w/ team re Joint Interest Billing report.	Pasquale, K.	0.2

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02/25/2021	Review of rejection damage claim issues.	Millman, S.J.	1.0
02/26/2021	Emails w/gov't counsel re meeting (.3); review gov't proofs of claim & documentation in prep for meeting (1.4).	Pasquale, K.	1.7

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Magzamen, Michael	2.0	\$ 460	\$ 920.00
Merola, Frank A.	0.4	1,600	640.00
Millman, Sherry J.	6.8	1,100	7,480.00
Pasquale, Kenneth	4.8	1,600	7,680.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 16,720.00
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TOTAL FOR THIS MATTER	\$ 16,720.00
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RE	Plan & Disclosure Statement 007168 0023
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DATE	DESCRIPTION	NAME	HOURS
02/01/2021	Discussions re plan implementation issues (1.0) and analysis re same (.9); analysis re issues for committee meeting (.8).	Hansen, K.M.	2.7
02/02/2021	Discussions re plan implementation issues (.7) and analysis re same (.9).	Hansen, K.M.	1.6
02/03/2021	Discussions re debtor plan process (1.0); analysis re same (.5).	Hansen, K.M.	1.5
02/04/2021	Plan administrator discussion and update re same.	Hansen, K.M.	0.8
02/04/2021	Update issue in DS objection.	Millman, S.J.	0.2
02/05/2021	Discuss cash position and impact on plan funding (.5); and calls re settlement status (.5).	Hansen, K.M.	1.0
02/07/2021	Emails w/ lenders' counsel, Committee team re proposed deal issues.	Pasquale, K.	0.3
02/08/2021	Discuss settlement status (.4); committee process update (.5).	Hansen, K.M.	0.9
02/08/2021	Review Davis Polk correspondence re settlement clarification.	Merola, F.A.	0.2
02/09/2021	Discuss settlement status.	Hansen, K.M.	0.4
02/10/2021	Discuss DS/plan process issues (1.0); analysis re implementation issues (.8).	Hansen, K.M.	1.8
02/12/2021	Discuss DS/plan process issues (.7); analysis re implementation issues and settlement strategy (1.0).	Hansen, K.M.	1.7
02/12/2021	Review Chevron Objection to DS.	Merola, F.A.	0.2

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02/12/2021	Review of Chevron objection to disclosure statement and analysis of issues raised and re news information reported therein (2.8); review of Committee' draft objection and work on potential revisions thereto (1.1).	Millman, S.J.	3.9
02/12/2021	Review Chevron objection to DS & cited precedent.	Pasquale, K.	1.1
02/13/2021	Review Chevron Disclosure Statement objection.	Iaffaldano, J.F.	0.3
02/14/2021	Review and summarize disclosure statement objection filed by Chevron.	Gargano, C.E.	2.3
02/15/2021	Discuss/analyze DS and plan process issues.	Hansen, K.M.	1.0
02/15/2021	Review Weil materials re settlement counteroffer.	Merola, F.A.	0.4
02/15/2021	Review of proposals sent by Weil team and related analyses (3.2); confer with S. Ashuraey and C. Gargano re ds objection analyses and tracking (.3); confer with K. Pasquale re Chevron objection (.3); confer with M. Magzamen and library re information in objection (.2).	Millman, S.J.	4.0
02/15/2021	Begin review of valuation & POR information provided by debtors (1.4); review Plan settlement counter proposal (.8).	Pasquale, K.	2.2
02/16/2021	Review various objections to Disclosure Statement order and summarize/review summaries of same.	Ashuraey, S.N.	2.2
02/16/2021	Review latest objections (.6); review latest plan draft (.8).	Cota, A.	1.4
02/16/2021	Plan settlement and implementation discussions and analysis.	Hansen, K.M.	2.0
02/16/2021	Summarize disclosure statement objections (1.7); email S. Ashuraey re same (.1).	Iaffaldano, J.F.	1.8
02/16/2021	Review Adjournment of DS Hearing.	Merola, F.A.	0.2
02/16/2021	Review of objections to disclosure statement	Millman, S.J.	3.7

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	and of internal analysis of same and prepare modifications thereto (1.6); review of plan as revised and further review of materials forwarded by Weil with counter (1.8); confer with J. Liou (Weil) re extension of deadline and follow up with creditor who inquired re same (.3).		
02/16/2021	Analysis of valuation & POR information provided by debtors (1.6); further analysis of Chevron DS objection (1.2).	Pasquale, K.	2.8
02/17/2021	Continue reviewing objections to plan confirmation and revising summaries of same.	Ashuraey, S.N.	3.2
02/17/2021	Plan settlement and implementation discussions and analysis.	Hansen, K.M.	1.1
02/17/2021	Review Committee summary re Chevron Disclosure Statement Objection.	Merola, F.A.	0.2
02/17/2021	Further review of plan as amended and confer with K. Pasquale re changes (1.5); communications with J. Liou (Weil) re call to walk through proposal and documents and confer with K. Pasquale re same (.4); t/cs with A. Bekker (Conway) re issues related to documents forwarded (.3); memo in connection with plan implementation and memos K. Hansen and K. Pasquale re same, and communicate with S. Ashuraey re same (1.4).	Millman, S.J.	3.6
02/17/2021	Review draft revised Plan provided by debtors (.5); review draft memo re DS objections (.2); emails re counter proposal (.3).	Pasquale, K.	1.0
02/18/2021	Plan settlement and implementation discussions and analysis.	Hansen, K.M.	1.3
02/18/2021	Further work on implementation issues and confer with Conway re same (1.2); call with Conway team in advance of call with Weil and team re plan issues (.5).	Millman, S.J.	1.7
02/19/2021	Plan settlement and implementation discussions.	Hansen, K.M.	0.7
02/19/2021	Analyze issues re distribution of warrants (.3);	Merola, F.A.	0.5

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	review Conway sensitivity table (.2).		
02/19/2021	Prepare for and participate in discussion of plan related materials with Debtors' advisors and follow up discussions internally (1.8); review of additional objections to disclosure statement filed (.7); modification to plan implementation memo (.8).	Millman, S.J.	3.3
02/20/2021	Review plan materials and provide analysis.	Hansen, K.M.	0.6
02/20/2021	Review of liquidation analysis and other materials forwarded by Debtors.	Millman, S.J.	0.7
02/21/2021	Review draft liquidation analysis.	Merola, F.A.	0.3
02/22/2021	Analysis of settlement and implementation issues.	Hansen, K.M.	1.3
02/22/2021	Review HHE Energy DS Opposition (.2); review XTO offshore DS Objection (.2).	Merola, F.A.	0.4
02/22/2021	Work on unsecured creditor treatment issues with Conway and internally (1.5); review of docs re PEO designation and confer with J. Liou (Weil) re same and emails re designation and confirm (.2).	Millman, S.J.	1.7
02/22/2021	Analysis of settlement proposal/issues (1.0); confer w/ S. Millman re same (.3).	Pasquale, K.	1.3
02/23/2021	Settlement discussion/analysis.	Hansen, K.M.	0.8
02/23/2021	Review GUC recovery analysis.	Iaffaldano, J.F.	0.4
02/23/2021	Review of additional materials summarizing plan objections; (.8); follow up re scheduling call with predecessor in interest to discuss plan related issues (.2); review of Conway plan related materials and discussions with K. Pasquale re same (.8); follow up discussions with A. Bekker (Conway) re claims analysis for purposes of plan (.3); further discussion internally re treatment issue (.3).	Millman, S.J.	2.4
02/24/2021	Review Disclosure Statement objection and summary of same and provide comments.	Ashuraey, S.N.	0.4

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02/24/2021	Review Conway analysis (.4); review various correspondence regarding latest settlement discussions (.2).	Cota, A.	0.6
02/24/2021	Prep for (.7) and participate in call w/ outside objector to DS (.5) and prepare summary of notes re same (.8).	Gargano, C.E.	2.0
02/24/2021	DS objection discussions.	Hansen, K.M.	0.6
02/24/2021	Review XTO disclosure statement objection (.9); prepare summary of same (.9); circulate summary to internal team (.1).	Iaffaldano, J.F.	1.9
02/24/2021	Further discussions with K. Pasquale and with Conway team re plan proposal issues and revisions to materials (1.2); call with predecessor in interest counsel re plan issues (.5); further review of claims materials related to plan docs (1.0).	Millman, S.J.	2.7
02/25/2021	Implementation call (.8); follow up and game plan (1.0).	Hansen, K.M.	1.8
02/25/2021	Review revised DS schedules (.3); review Conway draft settlement proposal (.2); review correspondence with Weil re settlement proposal (.2).	Merola, F.A.	0.7
02/25/2021	Review of abandonment/ownership issue raised by K. Pasquale (.3); call with Debtors' counsel to discuss plan implementation issues and review of documentation forwarded on liabilities and related issues (2.6).	Millman, S.J.	2.9
02/25/2021	Confer w/ S. Millman & Conway re settlement issues.	Pasquale, K.	0.8
02/25/2021	Review plan and ds (.6); review settlement proposal (.8).	Sasson, G.	1.4
02/26/2021	Review plan and DS and consider implementation analysis.	Hansen, K.M.	1.1
02/26/2021	Review of disclosure statement objection.	Millman, S.J.	0.4
02/26/2021	Review Plan documents and drafts provided by	Pasquale, K.	2.2

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	debtors.		
02/27/2021	Review debtors' settlement counterproposal.	Iaffaldano, J.F.	0.2
02/27/2021	Review Weil correspondence re counteroffer.	Merola, F.A.	0.2
02/27/2021	Review of revised proposal and internal discussions re same.	Millman, S.J.	0.7
02/27/2021	Review Plan counterproposal (.3); emails w/ debtors, team re same (.3).	Pasquale, K.	0.6
02/28/2021	Plan settlement and implementation discussions.	Hansen, K.M.	1.3
02/28/2021	Confer w/ S. Millman, team re plan settlement issues (.9); conf call w/ Conway re same (.5).	Pasquale, K.	1.4

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Ashuraey, Sam N.	5.8	\$ 970	\$ 5,626.00
Cota, Alexandro	2.0	1,300	2,600.00
Gargano, Charles E.	4.3	685	2,945.50
Hansen, Kristopher M.	26.0	1,795	46,670.00
Iaffaldano, John F.	4.6	685	3,151.00
Merola, Frank A.	3.3	1,600	5,280.00
Millman, Sherry J.	31.9	1,100	35,090.00
Pasquale, Kenneth	13.7	1,600	21,920.00
Sasson, Gabriel	1.4	1,195	1,673.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 124,955.50
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TOTAL FOR THIS MATTER	\$ 124,955.50
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Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

Exhibit B

Expense Detail

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DISBURSEMENT REGISTER

INVOICE NO.	785164
CLIENT	Official Committee of Unsecured Creditors of Fieldwood Energy LLC, <i>et al.</i>

FOR DISBURSEMENT SERVICES RENDERED in the captioned matter for the period through February 28, 2021, including:

DATE	DESCRIPTION	AMOUNT
Westlaw		
02/02/2021	Duration 0:0:0; by Pasquale, Kenneth	71.28
02/24/2021	Duration 0:0:0; by Pasquale, Kenneth	102.96
	Westlaw Total	174.24
Courtlink		
02/02/2021	VENDOR: LexisNexis; INVOICE#: 3093066460; DATE: 1/31/2021; Courtlink for January 2021	59.42
	Courtlink Total	59.42

MATTER DISBURSEMENT SUMMARY		
Westlaw		\$ 174.24
Courtlink		59.42
TOTAL DISBURSEMENTS/CHARGES		\$ 233.66

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re

FIELDWOOD ENERGY LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 20-33948 (MI)

(Jointly Administered)

Objection Deadline: May 13, 2021

**EIGHTH MONTHLY STATEMENT OF SERVICES RENDERED
AND EXPENSES INCURRED FOR THE PERIOD MARCH 1, 2021
THROUGH MARCH 31, 2021 BY STROOCK & STROOCK & LAVAN LLP
AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

Stroock & Stroock & Lavan LLP (“Stroock”)², counsel for the Official Committee of Unsecured Creditors (the “Committee”), hereby submits this Seventh Monthly Statement of Services Rendered and Expenses Incurred (the “Monthly Fee Statement”) for the period March 1, 2021 through March 31, 2021 (the “Statement Period”), in accordance with the Court’s order, dated September 17, 2020, establishing interim compensation procedures for this case (the “Compensation Order”) [Docket No. 367]. In support of the Monthly Fee Statement, Stroock respectfully represents as follows:

Relief Requested

1. Stroock respectfully submits this Monthly Fee Statement for: (i) compensation of fees for reasonable, actual and necessary services rendered by Stroock on behalf of the

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors’ primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Compensation Order.

Committee during the Statement Period; and (ii) reimbursement of reasonable, actual and necessary expenses incurred by Stroock on behalf of the Committee during the Statement Period.

2. Stroock seeks compensation for professional services rendered and reimbursement of expenses incurred during the Statement Period in the amounts set forth as below:

Total Fees:	\$436,198.00 (80% of \$545,247.50)
Total Expenses:	\$84.10
Total:	\$436,282.10

3. A detailed statement of hours spent rendering legal services to the Committee during the Statement Period is attached hereto as Exhibit A. A detailed list of disbursements made or incurred by Stroock in connection with services performed on behalf of the Committee during the Statement Period is attached hereto as Exhibit B.

4. Pursuant to the Compensation Order, Stroock seeks payment of \$436,282.10 from the Debtors for the Statement Period, representing (a) 80% of Stroock's total fees for services rendered and (b) 100% of the total expenses incurred during the Statement Period.

Notice

5. In accordance with the Compensation Order, notice of this Monthly Fee Statement has been served upon the following parties (collectively, as further defined in the Compensation Order, the "Notice Parties"): (i) the Debtors; (ii) counsel to the Debtors; (iii) counsel to the Ad Hoc Group of Secured Lenders; and (iv) the Office of the United States Trustee for the Southern District of Texas.

6. Pursuant to the Compensation Order, objections to the Monthly Fee Statement, if any, must be served upon the Notice Parties, including Stroock, no later than **May 13, 2021 (the**

“Objection Deadline”), setting forth the nature of the objection and the specific amounts of fees and expenses at issue.

7. If no objection to the Monthly Fee Statement is received by the Objection Deadline, the Debtors shall pay Stroock the amounts of fees and expenses identified in the Monthly Fee Statement.

8. To the extent an objection to the Monthly Fee Statement is received on or prior to the Objection Deadline, the Debtors may withhold payment of that portion of the payment requested to which the objection is directed, and shall promptly pay the remainder of the fees and expenses as set forth herein. To the extent such objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing.

Dated: April 29, 2021
New York, New York

STROOCK & STROOCK & LAVAN LLP

/s/ Kenneth Pasquale

Kristopher M. Hansen

Kenneth Pasquale

Sherry J. Millman

180 Maiden Lane

New York, NY 10038

Telephone: (212) 806-5400

Facsimile: (212) 806-6006

*Counsel to the Official Committee of Unsecured
Creditors*

FIELDWOOD ENERGY LLC, *et al.*
SUMMARY OF FEES
MARCH 1, 2021 – MARCH 31, 2021

Name of Professional	Position	Department	Bar Admission Date	Hours	Rate	Amount
Cota, Alexandro	Partner	Financial Restructuring	2005	13.9	\$1,300	18,070.00
Hansen, Kristopher M.	Partner	Financial Restructuring	1996	54.3	1,795	97,468.50
Merola, Frank A.	Partner	Financial Restructuring	1988	31.4	1,600	50,240.00
Pasquale, Kenneth	Partner	Financial Restructuring	1990	78.8	1,600	126,080.00
Sasson, Gabriel	Partner	Financial Restructuring	2010	17.3	1,195	20,673.50
Storz, John F.	Partner	Financial Restructuring	1996	8.3	1,350	11,205.00
Ashuraey, Sam N.	Associate	Financial Restructuring	2017	25.6	970	24,832.00
Gargano, Charles E.	Associate	Financial Restructuring	2020	7.9	685	5,411.50
Iaffaldano, John F.	Associate	Financial Restructuring	2019	41.1	685	28,153.50
Isaacson, Marni M.	Associate	Financial Restructuring	2014	8.5	1,045	8,882.50
Lau, Joanne	Associate	Financial Restructuring	2015	9.2	1,045	9,614.00
Millman, Sherry J.	Special Counsel	Financial Restructuring	1985	119.3	1,100	131,230.00
Sadler, Tess M.	Associate	Financial Restructuring	2019	6.6	775	5,115.00
Totals for Attorneys				422.2		\$536,975.50

Name of Paraprofessional	Position	Department	Years of Experience	Hours	Rate	Amount
Laskowski, Mathew D.	Paralegal	Financial Restructuring	23	1.6	460	736.00
Magzamen, Michael	Paralegal Supervisor	Financial Restructuring	18	15.6	460	7,176.00
Mohamed, David	Paralegal	Financial Restructuring	30	0.9	400	360.00
Total for Paraprofessionals				18.1		\$8,272.00
Total				440.3		\$545,247.50

FIELDWOOD ENERGY LLC, *et al.*
COMPENSATION BY PROJECT CATEGORY
MARCH 1, 2021 – MARCH 31, 2021

Matter Code	Project Category	Hours	Amount
0001	Case Administration	11.8	\$ 7,279.50
0002	Meetings & Communications with Debtors	16.6	23,713.00
0004	Relief from Stay / Adequate Protection Matters	0.8	1,130.00
0005	Court Hearings	18.2	24,094.00
0006	Creditors Committee Meetings and Communications	69.3	84,447.50
0007	Case Analysis/ Pleading Analysis and Responses	12.0	11,230.00
0009	Stroock Fee Applications	19.3	15,608.00
0010	Other Professional Retention	2.7	2,356.50
0011	Other Professional Fee Applications	3.5	3,231.50
0012	Lien Review	5.1	7,088.00
0015	Litigation & Adversary Proceedings	77.3	91,392.50
0016	Business Operations	3.9	5,515.00
0021	Schedules/SoFAs/UST Reports	0.2	320.00
0022	Claims Administration & Objections	14.0	16,720.00
0023	Plan & Disclosure Statement	93.0	124,955.50
	Total	347.7	\$ 419,081.00

FIELDWOOD ENERGY LLC, *et al.*
DISBURSEMENT SUMMARY
MARCH 1, 2021 – MARCH 31, 2021

Disbursement	Amount
Conferencing Services	\$84.10
Total	\$ 84.10

Exhibit A

Detailed Time Entries

STROOCK

INVOICE

INVOICE NO.	786808
CLIENT	Official Committee of Unsecured Creditors of Fieldwood Energy LLC, <i>et al.</i>
FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through March 31, 2021, including:	
RE	Case Administration 007168 0001

DATE	DESCRIPTION	NAME	HOURS
03/01/2021	Confer w/ C. Gargano re task list.	Iaffaldano, J. F.	0.1
03/01/2021	Obtain and circulate recently docketed pleadings to SSL internal team.	Mohamed, D.	0.3
03/02/2021	Update task list.	Gargano, C. E.	0.1
03/02/2021	Review docket and update working group.	Magzamen, M. S.	0.2
03/02/2021	Confer with Gargano re tasks.	Millman, S. J.	0.2
03/03/2021	Review docket and update working group.	Magzamen, M. S.	0.2
03/03/2021	Review of tasks internally (.2); review of current reporting on FWE (.2).	Millman, S. J.	0.4
03/03/2021	Obtain and circulate recently docketed pleading to SSL internal team.	Mohamed, D.	0.1
03/04/2021	Review case dockets and update working group/calendars.	Magzamen, M. S.	0.2
03/05/2021	Obtain, archive and circulate ECF filed documents	Magzamen, M. S.	0.2
03/08/2021	Obtain, archive and circulate ECF filed documents	Magzamen, M. S.	0.4

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03/08/2021	Review of matters to be addressed by team.	Millman, S. J.	0.2
03/09/2021	Obtain, archive and circulate ECF filed documents; review case dockets and update working group/calendars.	Magzamen, M. S.	0.3
03/10/2021	Update task list.	Gargano, C. E.	0.1
03/10/2021	Review docket and update working group.	Magzamen, M. S.	0.2
03/11/2021	Update task list.	Gargano, C. E.	0.1
03/11/2021	Calendar critical dates (.3); ECF circulation (.3); dockets review and team update (.2).	Magzamen, M. S.	0.8
03/11/2021	Obtain and circulate recently docketed pleadings to SSL internal team.	Mohamed, D.	0.3
03/12/2021	Obtain, archive and circulate ECF filed documents (.3); dockets review and working group update (.2).	Magzamen, M. S.	0.5
03/15/2021	Update task list.	Gargano, C. E.	0.3
03/15/2021	Obtain, archive and circulate ECF filed documents; review case dockets and update working group.	Magzamen, M. S.	0.3
03/15/2021	Review of work streams by team.	Millman, S. J.	0.1
03/16/2021	Confer w/ S. Millman and K. Pasquale (.2); arrange for share file containing revised Plan and Disclosure Statement with related documents (.5); confer w/ internal team re: same (.2); discuss adjournment of DS hearing w/ working group (.1); discussion w/ J. Iaffaldano re: distribution (.1); review case dockets and update working group (.2).	Magzamen, M. S.	1.3
03/16/2021	Obtain, archive and circulate ECF filed documents (.4); calendar adjustments (.2).	Magzamen, M. S.	0.6
03/17/2021	Review docket and update working group.	Magzamen, M. S.	0.2
03/18/2021	Obtain and distribute ECF filings; review case dockets and update working group.	Magzamen, M. S.	0.4
03/19/2021	Follow-up w/ C. Gargano re: outstanding items	Magzamen, M. S.	1.7

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	(.2); circulate ECF filings (.6); inventory DS objections (.5); attend to Aubrey motion for relief from stay (.2); dockets and calendars update (.2).		
03/22/2021	Circulate ECF filed docs; review case dockets and update working group.	Magzamen, M. S.	0.5
03/23/2021	Obtain, archive and circulate ECF filed documents (.6); arrange for FTP of filings for Committee (.7); review case and related dockets and update working group and calendars (.2).	Magzamen, M. S.	1.5
03/23/2021	Obtain and circulate recently docketed pleadings to SSL internal team.	Mohamed, D.	0.2
03/24/2021	Obtain, archive and circulate ECF filed documents (.7); arrange for sharefile to Committee (.3); break out exhibits (.1); confer w/ S. Millman re: same (.1); review case and related dockets and update working group/calendars (.2).	Magzamen, M. S.	1.4
03/25/2021	Confer w/ S. Ashuraey re: fifth challenge stip (.2); review/revise same (.4); review case dockets and update working group and calendars (.2).	Magzamen, M. S.	0.8
03/26/2021	Obtain, archive and circulate ECF filed documents	Magzamen, M. S.	0.3
03/29/2021	Calendar professionals call (.1); emails w/ K. Pasquale re same (.1).	Iaffaldano, J. F.	0.2
03/29/2021	Obtain, archive and circulate ECF filed documents (.5); dockets review and working group/calendars update (.2).	Magzamen, M. S.	0.7
03/30/2021	Calendar critical dates; review case dockets and update working group.	Magzamen, M. S.	0.3
03/30/2021	Discussions internally re workstreams and review of critical date calendar.	Millman, S. J.	0.3
03/31/2021	Obtain, archive and circulate ECF filed documents; review docket and update working group.	Magzamen, M. S.	0.3

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Gargano, Charles E.	0.6	\$ 685	\$ 411.00
Iaffaldano, John F.	0.3	685	205.50
Magzamen, Michael	13.3	460	6,118.00
Millman, Sherry J.	1.2	1,100	1,320.00
Mohamed, David	0.9	400	360.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 8,414.50
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 MATTER DISBURSEMENT SUMMARY

Long Distance Telephone	\$ 84.10
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TOTAL DISBURSEMENTS/CHARGES	\$ 84.10
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TOTAL FOR THIS MATTER	\$ 8,498.60
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RE	Meetings & Communications with Debtors 007168 0002
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DATE	DESCRIPTION	NAME	HOURS
03/01/2021	Call with C. Carlson (Weil) to discuss plan filing and blow out and confer internally (.3); follow up call C. Carlson to discuss extensions and follow docket re same (.2).	Millman, S. J.	0.5
03/02/2021	Review Weil correspondence re Plan settlement (.2); exchange correspondence with Weil clarifying settlement offer (.2).	Merola, F. A.	0.4
03/02/2021	Review Weil correspondence re JIB.	Merola, F. A.	0.2
03/02/2021	Confer with J. Liou (Weil) re plan related issues and internal memo re same.	Millman, S. J.	0.4
03/02/2021	Emails w/debtors re Plan proposal.	Pasquale, K.	0.2
03/03/2021	Review Weil correspondence re Wage Matrix.	Merola, F. A.	0.2
03/04/2021	Correspondence with Weil re settlement motion.	Merola, F. A.	0.2
03/05/2021	Review correspondence to Weil re counteroffer.	Merola, F. A.	0.2
03/05/2021	Emails w/debtors re plan settlement issues.	Pasquale, K.	0.4
03/06/2021	Correspondence with Weil re plan settlement negotiations (.2); review correspondence re AHG Plan negotiations (.2).	Merola, F. A.	0.4
03/07/2021	Review Weil correspondence re settlement negotiations.	Merola, F. A.	0.2
03/08/2021	Review Weil correspondence re Plan Admin (.2); review Weil correspondence re Plan mark-up (.1).	Merola, F. A.	0.3
03/08/2021	Emails w/debtors re Plan issues.	Pasquale, K.	0.3

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03/09/2021	Exchange Weil correspondence re plan mark-up (.2); exchange Weil correspondence re settlement approval (.2).	Merola, F. A.	0.4	
03/09/2021	Call with J. Liou (Weil) and team re plan related issues in advance of committee call.	Millman, S. J.	0.6	
03/09/2021	Emails w/debtors re Plan issues.	Pasquale, K.	0.4	
03/10/2021	Emails w/debtors re Plan issues & language.	Pasquale, K.	0.4	
03/11/2021	Update call with J. Liou re plan (Weil).	Millman, S. J.	0.3	
03/12/2021	Update calls from J. Liou (Weil) and confer internally with team.	Millman, S. J.	0.4	
03/15/2021	Confer with J. Liou (Weil) and Weil team re Committee modifications to plan and outstanding issues, second lien group and status and timing and confer internally re same.	Millman, S. J.	0.9	
03/17/2021	Call with Weil re settlement.	Millman, S. J.	0.2	
03/22/2021	Calls and emails with Weil regarding timing, and status of documents, DS hearing.	Millman, S. J.	0.4	
03/22/2021	Emails & t/c J. Liou/Weil re plan.	Pasquale, K.	0.4	
03/23/2021	Call w/ Debtors' counsel re trade agreement.	Gargano, C. E.	0.2	
03/23/2021	Review Weil correspondence re further revised DS Order.	Merola, F. A.	0.2	
03/23/2021	Numerous discussions and emails with Weil team regarding disclosure statement hearing and plan documents.	Millman, S. J.	1.9	
03/23/2021	Multiple emails, conf calls w/debtors re DS hearing, Plan documents.	Pasquale, K.	1.4	
03/24/2021	Review Weil correspondence re JIB payments.	Merola, F. A.	0.2	
03/31/2021	Review Weil correspondence re JIB payments.	Merola, F. A.	0.2	
SUMMARY OF HOURS		HOURS	RATE	TOTAL
Gargano, Charles E.		0.2	\$ 685	\$ 137.00

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Merola, Frank A.	3.1	1,600	4,960.00
Millman, Sherry J.	5.6	1,100	6,160.00
Pasquale, Kenneth	3.5	1,600	5,600.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 16,857.00
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TOTAL FOR THIS MATTER	\$ 16,857.00
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RE	Relief from Stay / Adequate Protection Matters 007168 0004
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DATE	DESCRIPTION	NAME	HOURS
03/08/2021	Review Stipulation re Gonsoulin relief from stay.	Merola, F. A.	0.1
03/09/2021	Review Lewis relief from stay motion.	Merola, F. A.	0.4
03/09/2021	Review Valero relief from stay.	Merola, F. A.	0.2
03/22/2021	Review Stipulation re Wild relief from stay.	Merola, F. A.	0.1
03/22/2021	Review of Aubrey Wild lift stay docs.	Millman, S. J.	0.2
03/25/2021	Review Wild relief from stay stipulation.	Merola, F. A.	0.1
03/26/2021	Review Landry relief from stay.	Merola, F. A.	0.2
03/29/2021	Review Stipulation re Gonsoulin relief from stay.	Merola, F. A.	0.1
03/31/2021	Review Notice of Hearing re relief from stay.	Merola, F. A.	0.1
03/31/2021	Review of Brock Gonsoulin relief from stay stip.	Millman, S. J.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Merola, Frank A.	1.3	\$ 1,600	\$ 2,080.00
Millman, Sherry J.	0.3	1,100	330.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 2,410.00	
TOTAL FOR THIS MATTER		\$ 2,410.00	

STROOCK

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RE	Court Hearings 007168 0005
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DATE	DESCRIPTION	NAME	HOURS
03/11/2021	Emails w/ S. Millman re: DS hearing prep.	Magzamen, M. S.	0.1
03/15/2021	Review agenda of DS Hearing.	Merola, F. A.	0.2
03/22/2021	Discuss hearing prep w/ S. Millman and K. Pasquale.	Magzamen, M. S.	0.2
03/23/2021	Coordinate logistics for Court hearing.	Magzamen, M. S.	0.2
03/23/2021	Review witness and exhibit lists (.2); review agenda (.2).	Merola, F. A.	0.4
03/24/2021	Participate in disclosure statement hearing (2.1); review filings for same (.4).	Ashuraey, S. N.	2.5
03/24/2021	DS hearing prep (1.5); DS hearing (2.0); follow up re same (.8).	Hansen, K. M.	4.3
03/24/2021	Participate in Disclosure Statement hearing.	Iaffaldano, J. F.	2.2
03/24/2021	Confer w/ local counsel and SSL team re: appearances.	Magzamen, M. S.	0.1
03/24/2021	Monitor disclosure statement hearing and confer internally with S. Ashuraey and K. Pasquale.	Millman, S. J.	2.3
03/24/2021	Prep for (1.1) & participate in DS court hearing (2.0); debrief w/K. Hansen (.3).	Pasquale, K.	3.4
03/29/2021	Telephonically participate in discovery hearing.	Ashuraey, S. N.	0.8
03/29/2021	Confer w/ S. Millman re: hearing.	Magzamen, M. S.	0.1
03/29/2021	Review notice re exclusivity hearing.	Merola, F. A.	0.1
03/29/2021	Monitor discovery conference and confer with K.Pasquale in advance.	Millman, S. J.	0.8

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03/29/2021	Prep for (.2) & participate in discovery conference (.7).	Pasquale, K.	0.9
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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Ashuraey, Sam N.	3.3	\$ 970	\$ 3,201.00
Hansen, Kristopher M.	4.3	1,795	7,718.50
Iaffaldano, John F.	2.2	685	1,507.00
Magzamen, Michael	0.7	460	322.00
Merola, Frank A.	0.7	1,600	1,120.00
Millman, Sherry J.	3.1	1,100	3,410.00
Pasquale, Kenneth	4.3	1,600	6,880.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 24,158.50
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TOTAL FOR THIS MATTER	\$ 24,158.50
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STROOCK

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RE	Creditors Committee Meetings and Communications 007168 0006
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DATE	DESCRIPTION	NAME	HOURS
03/01/2021	Review Conway Committee presentation (.2); review Committee meeting agenda (.2).	Merola, F. A.	0.4
03/01/2021	Review of Conway materials in advance of Committee meeting and confer internally re proposed changes to materials (.5); memo to Committee re tomorrow's meeting (.1); review of by law issue with A. Bekker (Conway) (.2).	Millman, S. J.	0.8
03/01/2021	Conf call w/Conway, team re prep for Committee meeting (.3); review draft Conway deck to Committee (.2).	Pasquale, K.	0.5
03/02/2021	Attend weekly Committee meeting.	Ashuraey, S. N.	0.4
03/02/2021	Committee call (.4) and prep same (.1).	Gargano, C. E.	0.5
03/02/2021	Committee meeting (.5); prep for committee call (.5).	Hansen, K. M.	1.0
03/02/2021	Prepare for (.1) and participate in weekly Committee call (.4).	Iaffaldano, J. F.	0.5
03/02/2021	Participate in Committee meeting.	Merola, F. A.	0.4
03/02/2021	Prepare for and participate in Committee call (.5); follow up with counsel to Committee member re proposal issue (.2).	Millman, S. J.	0.7
03/02/2021	T/c trade creditor re plan status.	Millman, S. J.	0.2
03/02/2021	Prep for (.3) & conf call w/Committee (.4).	Pasquale, K.	0.7
03/02/2021	Weekly call with Committee and Committee professionals (.4) and correspondence re same (.4).	Sadler, T. M.	0.8
03/03/2021	Exchange correspondence re Plan	Merola, F. A.	0.2

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Administrator.

03/03/2021	Call with creditor re plan status.	Millman, S. J.	0.3
03/04/2021	Correspondence with Committee re counteroffer.	Merola, F. A.	0.2
03/05/2021	T/c creditor re Plan issues & status.	Pasquale, K.	0.4
03/07/2021	Prepare memo to Committee (.3); call with A. Bekker (Conway) re same and messages internally (.2).	Millman, S. J.	0.5
03/08/2021	Attend weekly professionals call.	Ashuraey, S. N.	0.3
03/08/2021	Professionals conf call (.3); review various settlement proposal materials (.6).	Cota, A.	0.9
03/08/2021	UCC professionals meeting (.3) and prep (.2).	Hansen, K. M.	0.5
03/08/2021	Attend weekly professionals call (.3); review materials re settlement proposal in preparation for same (.2).	Iaffaldano, J. F.	0.5
03/08/2021	Participate in professionals call.	Isaacson, M. M.	0.3
03/08/2021	Archive UCC materials.	Magzamen, M. S.	0.1
03/08/2021	Review Conway analysis re settlement proposal (.2); call with Committee professionals (.3); review correspondence re Committee agenda and meeting (.2).	Merola, F. A.	0.7
03/08/2021	Call from creditor re timing of plan process and voting process.	Millman, S. J.	0.3
03/08/2021	Prepare for and participate in Committee professionals call to discuss plan issues (.3); review of and changes to Conway materials for presentation to Committee tomorrow and email Committee re same (1.0).	Millman, S. J.	1.3
03/08/2021	Prep meeting w/Committee professionals for meeting (.3); follow-up emails re same (.3).	Pasquale, K.	0.6
03/09/2021	Attend weekly Committee meeting.	Ashuraey, S. N.	0.3
03/09/2021	Weekly Committee call.	Cota, A.	0.3

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03/09/2021	Committee call (.3); prep for same (.8); follow up on same (.3).	Hansen, K. M.	1.4
03/09/2021	Prepare for (.1) and attend weekly Committee meeting (.4).	Iaffaldano, J. F.	0.5
03/09/2021	Participate in Committee meeting.	Merola, F. A.	0.3
03/09/2021	Prepare for and participate in Committee call (.4); follow up with Debtors' following Committee call re plan proposal (.2).	Millman, S. J.	0.6
03/09/2021	Prep for (.2) & Committee meeting (.3).	Pasquale, K.	0.5
03/09/2021	Prepare for (.2) and weekly call with Committee (.3).	Sadler, T. M.	0.5
03/10/2021	Conf call w/plan administrator candidate (.5); internal emails re same (.3); t/c w/creditor re Plan status (.4).	Pasquale, K.	1.2
03/11/2021	Review correspondence to committee regarding settlement and resulting issues.	Cota, A.	0.9
03/15/2021	Attend weekly professionals' call.	Ashuraey, S. N.	0.6
03/15/2021	Committee professionals conf call (.5); related items of review (.3).	Cota, A.	0.8
03/15/2021	Review Committee call agenda.	Merola, F. A.	0.1
03/15/2021	Discussion with Committee professional group in advance of tomorrow meeting (.5); review of materials prepared by Conway (.5); memos to Committee (.2).	Millman, S. J.	1.2
03/15/2021	Conf call w/Committee professionals re status (.5); prep for UCC meeting (.1).	Pasquale, K.	0.6
03/15/2021	Committee professionals strategy and planning call (.5) and preparing for the call (.3).	Sadler, T. M.	0.8
03/16/2021	Attend weekly Committee call.	Ashuraey, S. N.	0.5
03/16/2021	Conf call w/ Committee (.6); review materials in connection therewith (.3).	Cota, A.	0.9

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03/16/2021	Committee meeting (.6); prep for same (.5); discuss settlement issues and DS issues (.9).	Hansen, K. M.	2.0
03/16/2021	Prepare for (.1) and participate in weekly Committee meeting (.6).	Iaffaldano, J. F.	0.7
03/16/2021	Participate in committee call.	Isaacson, M. M.	0.5
03/16/2021	Review Conway presentation (.3); participate in Committee call (.5).	Merola, F. A.	0.8
03/16/2021	Discussion with K. Pasquale and with Conway team in advance of Committee call re valuation issues (.4); review revised Conway materials and forward to Committee and participate in Committee call (.5); call with potential Plan Administrator candidate and review of materials forwarded by candidates for Committee consideration (1.0).	Millman, S. J.	1.9
03/16/2021	Prep for (.5) & conf call w/Committee (.5); email Committee members re plan administrator process (.2).	Pasquale, K.	1.2
03/16/2021	Emails & t/c's w/Plan Administrator candidates re process.	Pasquale, K.	1.0
03/16/2021	Weekly update call with Committee and Committee professionals.	Sadler, T. M.	0.6
03/18/2021	Calls with Committee member counsel re status (.4); attention to plan administrator selection and presentation process (.4).	Millman, S. J.	0.8
03/18/2021	T/c w/plan administrator candidate re process, role (.4); review qualifications from PA candidate (.4).	Pasquale, K.	0.8
03/19/2021	Review correspondence re Committee update.	Merola, F. A.	0.2
03/19/2021	Draft update to Committee and discussion with K. Pasquale re same (.3); follow up on plan administrator presentations (.3).	Millman, S. J.	0.6
03/19/2021	Emails & t/c's w/PA candidates re proposals & schedule.	Pasquale, K.	0.4
03/20/2021	Attend committee call re: ongoing negotiations	Ashuraey, S. N.	0.6

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	with SLTL lenders (.5); attention to emails re: same (.1).		
03/20/2021	Conf call w/ committee.	Cota, A.	0.5
03/20/2021	Call w/ Committee re case updates.	Gargano, C. E.	0.5
03/20/2021	Review correspondence re Committee call (.2); participate in Committee call (.6).	Merola, F. A.	0.8
03/20/2021	Confer re scheduling meeting (.2); follow up with members re need for call and participate on call (.4).	Millman, S. J.	0.6
03/20/2021	Prep for (.3) & conf call w/Committee re Plan deal (.5); post-call w/advisors re same (.5).	Pasquale, K.	1.3
03/20/2021	Call with Committee and Committee professionals.	Sadler, T. M.	0.6
03/21/2021	Call w/ Committee re case updates (.6); emails w/ T. Sadler and C. Gargano re same (.2).	Iaffaldano, J. F.	0.8
03/22/2021	Attend weekly professionals call.	Ashuraey, S. N.	0.2
03/22/2021	Attend weekly Committee professionals call (.3) and prep (.1).	Iaffaldano, J. F.	0.4
03/22/2021	Call with Committee professionals (.3); review Conway analysis re case updates (.3); review Committee correspondence re meeting (.2).	Merola, F. A.	0.8
03/22/2021	Review of Conway materials and discussions re proposed modifications with Conway team (.4); participate in Committee professionals call (.4); draft memo to Committee (.2).	Millman, S. J.	1.0
03/22/2021	Conf call w/ Committee professionals re status, Committee meeting (.3); emails w/S. Millman re same (.1).	Pasquale, K.	0.4
03/22/2021	Weekly Committee professionals call.	Sadler, T. M.	0.3
03/23/2021	Conf call w/ clients (.4); review materials in connection therewith (.1).	Cota, A.	0.5
03/23/2021	Participate in Committee meeting.	Merola, F. A.	0.3

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03/23/2021	Prepare for (.2) and participate in Committee call (.3); call with outside creditor counsel re plan inquiry (.3); review of A. Bekker (Conway) response to creditor seeking Committee participation and respond (.1).	Millman, S. J.	0.9
03/23/2021	Prep for (.3) & conf call w/ Committee (.5).	Pasquale, K.	0.8
03/23/2021	Weekly update call with Committee and Committee professionals.	Sadler, T. M.	0.7
03/24/2021	Email to Committee updating them re: DS.	Ashuraey, S. N.	0.8
03/24/2021	Review Committee update correspondence.	Merola, F. A.	0.2
03/25/2021	Review revised materials from plan administrator candidates.	Pasquale, K.	0.5
03/29/2021	Review Committee weekly update.	Iaffaldano, J. F.	0.3
03/29/2021	Review Conway materials (.3); review correspondence with Conway re professionals call (.1); correspondence with Conway re revised deck (.2); review Committee correspondence re agenda (.2).	Merola, F. A.	0.8
03/29/2021	Review of Conway materials and prepare comments re same (.4); memo to Committee re tomorrow's call and prepare for same (.3); respond to inquiry re plan administrator selection (.3).	Millman, S. J.	1.0
03/30/2021	Attend weekly Committee call (.3); review Conway case summary (.2).	Ashuraey, S. N.	0.5
03/30/2021	Review Committee materials from Conway (.2); conf call w/ clients on updates (.3).	Cota, A.	0.5
03/30/2021	Weekly Committee discussion (.3) and review for call (.2).	Hansen, K. M.	0.5
03/30/2021	Prepare for (.1) and attend weekly Committee meeting (.3).	Iaffaldano, J. F.	0.4
03/30/2021	Participate in Committee call.	Merola, F. A.	0.3
03/30/2021	Respond to inquiry by creditor.	Millman, S. J.	0.1

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03/30/2021	Prepare for and participate on Committee call (.3) and follow up discussion K. Pasquale re same (.2); follow up communications with Committee member re deadlines (.2); review of communications with plan administrator candidates (.2).	Millman, S. J.	0.9
03/30/2021	Prep for (.2) & Committee meeting (.3); email plan administrator candidates re schedule (.2).	Pasquale, K.	0.7
03/30/2021	Weekly call with Committee and Committee professionals.	Sadler, T. M.	0.5
03/31/2021	Contact from creditor re Committee membership and follow up re: same.	Millman, S. J.	0.2
03/31/2021	T/c w/creditor re plan issues.	Pasquale, K.	0.4

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Ashuraey, Sam N.	4.2	\$ 970	\$ 4,074.00
Cota, Alexandro	5.3	1,300	6,890.00
Gargano, Charles E.	1.0	685	685.00
Hansen, Kristopher M.	5.4	1,795	9,693.00
Iaffaldano, John F.	4.1	685	2,808.50
Isaacson, Marni M.	0.8	1,045	836.00
Magzamen, Michael	0.1	460	46.00
Merola, Frank A.	6.5	1,600	10,400.00
Millman, Sherry J.	13.9	1,100	15,290.00
Pasquale, Kenneth	12.0	1,600	19,200.00
Sadler, Tess M.	4.8	775	3,720.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 73,642.50
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TOTAL FOR THIS MATTER	\$ 73,642.50
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STROOCK

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RE	Case Analysis/ Pleading Analysis and Responses 007168 0007
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DATE	DESCRIPTION	NAME	HOURS
03/02/2021	Review Motion to Extend Removal.	Merola, F. A.	0.2
03/02/2021	Review 2nd Motion re 365(d)(4).	Merola, F. A.	0.2
03/02/2021	Review Surety Stipulation Proposed Order.	Merola, F. A.	0.2
03/18/2021	Review Motion re Renaissance 9019 Motion (.2); review Sanare 9019 Motion (.2).	Merola, F. A.	0.4
03/24/2021	Review Kasowitz 9019.	Merola, F. A.	0.1
03/26/2021	Review of motion to approve exit financing and declaration.	Millman, S. J.	0.4
03/29/2021	Review motion re exit financing.	Iaffaldano, J. F.	0.6
03/31/2021	Review order extending time to reject leases.	Iaffaldano, J. F.	0.1
03/31/2021	Review Order re 365(d)(4).	Merola, F. A.	0.1
03/31/2021	Review of monthly operating report and of extension re time to assume leases.	Millman, S. J.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Iaffaldano, John F.	0.7	\$ 685	\$ 479.50
Merola, Frank A.	1.2	1,600	1,920.00
Millman, Sherry J.	0.7	1,100	770.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 3,169.50	
TOTAL FOR THIS MATTER		\$ 3,169.50	

STROOCK

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RE	Stroock Fee Applications 007168 0009
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DATE	DESCRIPTION	NAME	HOURS
03/01/2021	Correspond with T. Sadler re: fee application (.2); provide assistance re: interim fee application (.3); correspond with local counsel re assistance with finalizing interim fee application (.3); confer with S. Millman re status of the fee application (.1); correspond with M. Magzamen re finalization of the 2nd interim fee application (.2).	Laskowski, M. D.	1.1
03/01/2021	Confer w/ working group re: status of interim fee app and process for filing.	Magzamen, M. S.	0.2
03/01/2021	Review of final changes to interim fee app and finalize for filing.	Millman, S. J.	0.3
03/01/2021	Review and revise fee application and correspondence re same.	Sadler, T. M.	1.8
03/29/2021	Email Debtors' counsel re holdback payment (.4) and review compensation orders re same (.4).	Gargano, C. E.	0.8
03/29/2021	Finalize SSL bill and forward per compensation order.	Magzamen, M. S.	0.5
03/29/2021	Review of order and discussions internally re request for payment.	Millman, S. J.	0.3

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Gargano, Charles E.	0.8	\$ 685	\$ 548.00
Laskowski, Mathew D.	1.1	460	506.00
Magzamen, Michael	0.7	460	322.00
Millman, Sherry J.	0.6	1,100	660.00
Sadler, Tess M.	1.8	775	1,395.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 3,431.00
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TOTAL FOR THIS MATTER	\$ 3,431.00
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RE	Other Professional Retention 007168 0010
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DATE	DESCRIPTION	NAME	HOURS
03/02/2021	Follow up re Cole Schotz application (.2); review of Alix application (.3).	Millman, S. J.	0.5
03/04/2021	Review Motion to Retain Ryan LCC.	Merola, F. A.	0.2
03/15/2021	Review revised Ryan retention application (.1); communications with debtors re same (.1).	Ashuraey, S. N.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Ashuraey, Sam N.	0.2	\$ 970	\$ 194.00
Merola, Frank A.	0.2	1,600	320.00
Millman, Sherry J.	0.5	1,100	550.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,064.00
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TOTAL FOR THIS MATTER	\$ 1,064.00
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RE	Other Professional Fee Applications 007168 0011
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DATE	DESCRIPTION	NAME	HOURS
03/01/2021	Coordinate w/ Committee professionals re filing of fee applications (.3); review and provide comments to fee applications (.8).	Iaffaldano, J. F.	1.1
03/01/2021	Review Rothschild invoice.	Merola, F. A.	0.1
03/01/2021	Review of Conway fee application and ready for filing.	Millman, S. J.	0.2
03/02/2021	Correspond, call with M. Magzamen re Cole Schotz final fee application status.	Laskowski, M. D.	0.2
03/18/2021	Review HB invoice.	Merola, F. A.	0.1
03/25/2021	Confer w/ CM and PSZJ re: form of order for CNO (.3); confer w/ case teams re status of monthly fee apps (.2).	Magzamen, M. S.	0.5
03/26/2021	Review Jackson Walker Fee Application (.1); review CNO re Fee Applications (.1).	Merola, F. A.	0.2
03/29/2021	Organize Conway and PSZJ fee statements and forward per Compensation Order.	Magzamen, M. S.	0.3
03/29/2021	Review HL Fee Order.	Merola, F. A.	0.1
03/30/2021	Review of orders approving HL application and UCC professionals applications.	Millman, S. J.	0.2
03/31/2021	Review AP Fee Application.	Merola, F. A.	0.2

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Iaffaldano, John F.	1.1	\$ 685	\$ 753.50
Laskowski, Mathew D.	0.2	460	92.00
Magzamen, Michael	0.8	460	368.00
Merola, Frank A.	0.7	1,600	1,120.00
Millman, Sherry J.	0.4	1,100	440.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 2,773.50
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TOTAL FOR THIS MATTER	\$ 2,773.50
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STROOCK

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RE	Lien Review 007168 0012
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DATE	DESCRIPTION	NAME	HOURS
03/18/2021	Work on issues related to unresolved lien issue.	Millman, S. J.	0.6

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Millman, Sherry J.	0.6	\$ 1,100	\$ 660.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 660.00
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TOTAL FOR THIS MATTER	\$ 660.00
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RE	Litigation & Adversary Proceedings 007168 0015
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DATE	DESCRIPTION	NAME	HOURS
03/02/2021	Review and revise standing motion (1.6); emails with SSL team re: same (.2).	Sasson, G.	1.8
03/05/2021	Review Motion to File Am. Answer to Counterclaim.	Merola, F. A.	0.2
03/10/2021	Review correspondence to Lenders re Challenge Stipulation Extension.	Merola, F. A.	0.2
03/10/2021	Review challenge stip status (.3); emails with SSL team re: same (.3).	Sasson, G.	0.6
03/11/2021	Coordinate internally re: filing challenge period stipulation and review same.	Ashuraey, S. N.	0.3
03/11/2021	Draft stipulation to extend challenge period (.7); emails w. G. Sasson re same (.2).	Iaffaldano, J. F.	0.9
03/11/2021	Correspondence with Lenders re Stipulation re Lien Challenge (.2); review edits to Challenge Stipulation (.2).	Merola, F. A.	0.4
03/11/2021	Review W&E lists – McMoran & Lexon.	Merola, F. A.	0.1
03/11/2021	Review and revise lien stipulation (.7); call with SSL team re: same (.4).	Sasson, G.	1.1
03/12/2021	Coordinate internally and with debtors and agents re: challenge period stipulation.	Ashuraey, S. N.	0.4
03/12/2021	Revise draft stipulation (.3); emails w/ Weil, Davis Polk, Vinson Elkins, et al. re consent to committee challenge deadline (2.5).	Iaffaldano, J. F.	2.8
03/12/2021	Exchange correspondence with Lenders RE Challenge Stipulation.	Merola, F. A.	0.2
03/15/2021	Review W&E lists.	Merola, F. A.	0.2

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03/18/2021	Follow up on stipulation extension status and review of updated info on unencumbered asset values.	Millman, S. J.	0.4
03/19/2021	Review entered Stipulation re Lien Challenge.	Merola, F. A.	0.1
03/22/2021	Review W&E lists.	Merola, F. A.	0.2
03/23/2021	Review Chevron Information Stipulation.	Merola, F. A.	0.2
03/24/2021	Review amended agenda.	Merola, F. A.	0.2
03/25/2021	Draft stipulation extending committee challenge period (1.4); emails internally and with agents/DPW/Weil re: extension (.8).	Ashuraey, S. N.	2.2
03/25/2021	Exchange correspondence with lenders re Lien Challenge Stipulation.	Merola, F. A.	0.2
03/25/2021	Review standing stipulation (.4); emails with SSL team re: same (.3); emails with DPW re: same (.4).	Sasson, G.	1.1
03/26/2021	Follow up w/ DPW/Weil/agents re: stipulation (.8); finalize stipulation and arrange for filing of same (.6).	Ashuraey, S. N.	1.4
03/26/2021	Exchange correspondence with Lenders re Lien Challenge Stipulation.	Merola, F. A.	0.2
03/26/2021	Review Notice of Disc Conf (.1); review Response to Valero Motion for Summary Judgment (.2).	Merola, F. A.	0.3
03/26/2021	Follow up on finalizing of stipulation..	Millman, S. J.	0.2
03/26/2021	Emails re: stipulation with SSL team (.2); emails re: same with DPW (.3); emails with agents re: same (.3).	Sasson, G.	0.8
03/29/2021	Review stipulation extending Committee challenge period.	Iaffaldano, J. F.	0.1
03/30/2021	Review of stipulation as filed extending challenge period and internal communication re dates going forward.	Millman, S. J.	0.2

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03/31/2021	Review/analyze information in data room provided to sureties, predecessors.	Pasquale, K.	1.8
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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Ashuraey, Sam N.	4.3	\$ 970	\$ 4,171.00
Iaffaldano, John F.	3.8	685	2,603.00
Merola, Frank A.	2.7	1,600	4,320.00
Millman, Sherry J.	0.8	1,100	880.00
Pasquale, Kenneth	1.8	1,600	2,880.00
Sasson, Gabriel	5.4	1,195	6,453.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 21,307.00
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TOTAL FOR THIS MATTER	\$ 21,307.00
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RE	Business Operations 007168 0016
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DATE	DESCRIPTION	NAME	HOURS
03/02/2021	Review of vendor/JIB documents and wage documents and inquiries to Conway re various issues raised.	Millman, S. J.	0.5
03/09/2021	Review WEIL JIB matrix.	Merola, F. A.	0.2
03/17/2021	Review of JIB summary from Debtors and confer with Conway team re same.	Millman, S. J.	0.3
03/25/2021	Follow up re P&A issues for predecessors.	Hansen, K. M.	0.9
03/30/2021	Review of vendor report and communications to team re same.	Millman, S. J.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Hansen, Kristopher M.	0.9	\$ 1,795	\$ 1,615.50
Merola, Frank A.	0.2	1,600	320.00
Millman, Sherry J.	1.1	1,100	1,210.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 3,145.50
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TOTAL FOR THIS MATTER	\$ 3,145.50
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RE	Schedules/SoFAs/UST Reports 007168 0021
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DATE	DESCRIPTION	NAME	HOURS
03/01/2021	Review Monthly Operating Report.	Merola, F. A.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Merola, Frank A.	0.2	\$ 1,600	\$ 320.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 320.00
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TOTAL FOR THIS MATTER	\$ 320.00
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RE	Plan & Disclosure Statement 007168 0023
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DATE	DESCRIPTION	NAME	HOURS
03/01/2021	Review and summarize DS objection filing by Marathon.	Gargano, C. E.	2.0
03/01/2021	Plan settlement and implementation discussions and analysis (1.8); meetings re same (.8).	Hansen, K. M.	2.6
03/01/2021	Correspond with S. Millman re plan documents (.1); research same (.1); advise of status (.1).	Laskowski, M. D.	0.3
03/01/2021	Call with USA re remediation (.6); review Marathon Oil DS Objection (.2).	Merola, F. A.	0.8
03/01/2021	Discussions with Conway team re plan treatment and related matters (.5); call with government to discuss P&A liability issues and confer internally (.5).	Millman, S. J.	1.0
03/01/2021	Prep for (.4) and conf call w/gov't representatives re Plan issues & status (.5); meetings w/team, Conway re plan settlement issues (.8); continued review of documents re P&A and related Plan issues (1.4); review Marathon DS objection (.3).	Pasquale, K.	3.4
03/01/2021	Review settlement emails.	Sasson, G.	0.6
03/02/2021	Plan settlement and implementation discussions and analysis.	Hansen, K. M.	1.5
03/02/2021	Review 2nd motion re exclusivity extension.	Merola, F. A.	0.2
03/02/2021	Review of amended plan, disclosure statements and related documents and confer with K. Pasquale re same (2.4); review of proposal to send to Debtors and comments re same (.4); review of additional disclosure statement objections and analyses (1.2); confer with J. Iaffaldano re updated schedules re O&G leases	Millman, S. J.	4.3

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	(.3).		
03/02/2021	Review Lexon objection to disclosure statement & authorities (.8); review exclusivity motion (.3); review draft Plan documents from debtors (1.1).	Pasquale, K.	2.2
03/03/2021	Review recent DS objections and summaries of same.	Ashuraey, S. N.	0.3
03/03/2021	Settlement analysis and discussion.	Hansen, K. M.	1.4
03/03/2021	Review liquidation analysis (.4); review valuation analysis (.5).	Iaffaldano, J. F.	0.9
03/03/2021	Review Eni USA Objection to Plan (.2); review revised Plan, DS and related material (.6); review response to settlement proposal (.2).	Merola, F. A.	1.0
03/03/2021	Continued negotiations on plan treatment and review of plan related documents.	Millman, S. J.	1.4
03/03/2021	Review draft disclosure statement & exhibits from debtors (2.0); review Plan counter-proposal (.5).	Pasquale, K.	2.5
03/03/2021	Review plan and DS (.8); review emails re: proposals (.3).	Sasson, G.	1.1
03/04/2021	Review latest correspondence regarding plan negotiation and proposals.	Cota, A.	0.9
03/04/2021	Settlement analysis and discussion.	Hansen, K. M.	2.0
03/04/2021	Review settlement proposal.	Iaffaldano, J. F.	0.2
03/04/2021	Review and summarize disclosure statement objections.	Iaffaldano, J. F.	1.8
03/04/2021	Review correspondence re plan settlements.	Merola, F. A.	0.2
03/04/2021	Review of plan related documentation and work on plan treatment issues (2.4); research related to certain GUC claims (1.0).	Millman, S. J.	3.4
03/04/2021	Analyze plan counterproposal (.4); confer w/S. Millman, team re same (.6); emails w/debtors re same (.2); review ENI objection to DS (.6);	Pasquale, K.	2.6

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	continued review of draft revised plan & DS (.8).		
03/05/2021	Review revised plan and disclosure statement (.7); review settlement response and counter (.6); various correspondence regarding latest case updates (.5).	Cota, A.	1.8
03/05/2021	Settlement analysis and discussion (1.2); related issues discussion (.6).	Hansen, K. M.	1.8
03/05/2021	Exchange correspondence with Conway re plan counter offer (.2); review draft counter-proposal (.2).	Merola, F. A.	0.4
03/05/2021	Review of additional objections to disclosure statement (1.0); work on issues related plan proposals and discussions with each of J. Liou (Weil), A. Bekker (Conway), K. Pasquale re same (1.4); review of Conway materials (.4).	Millman, S. J.	2.0
03/05/2021	Confer w/team & analyze Plan settlement issues.	Pasquale, K.	1.5
03/05/2021	Review settlement docs (.6); review emails to Committee and Weil re: same (.5).	Sasson, G.	1.1
03/06/2021	Settlement follow up and discussions.	Hansen, K. M.	1.0
03/06/2021	Further discussions on plan treatment and review of draft plan exhibits circulated.	Millman, S. J.	1.5
03/06/2021	Multiple emails w/team, debtors re plan settlement (.9); t/c D. Schiabile (DPW) re plan proposal (.2).	Pasquale, K.	1.1
03/07/2021	Continued discussions re settlement.	Hansen, K. M.	0.8
03/07/2021	Review Weil Plan mark-up (.3); review SC OG Lease Exhibit (.2).	Merola, F. A.	0.5
03/07/2021	Coordinate plan discussions and begin review of revised plan of reorganization (3.2); review of lease schedules provided (.4).	Millman, S. J.	3.6
03/07/2021	Confer w/team re Plan proposal issues.	Pasquale, K.	0.4
03/08/2021	Review revised plan and settlement agreement.	Ashuraey, S. N.	0.2

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03/08/2021	Settlement analysis and discussions.	Hansen, K. M.	1.0
03/08/2021	Review comments to draft plan.	Iaffaldano, J. F.	0.2
03/08/2021	Review mark-up draft Plan (.3); review Sea Robin Pipeline Objection to DS (.2); review Evren Energy Joinder re DS Objection (.1).	Merola, F. A.	0.6
03/08/2021	Ongoing negotiation with debtors re plan treatment and related issues and internal discussions re same (1.3); review of further plan language and provide proposed edits (1.1); review of summaries of disclosure statement objections (1.0); and review of certain revised plan docs (1.0).	Millman, S. J.	4.4
03/08/2021	Review & revise further revised draft Plan from debtors (2.8); emails & confer w/team re same (1.1).	Pasquale, K.	3.9
03/08/2021	Review plan proposals (1.2); emails with SSL team re: same (.4).	Sasson, G.	1.6
03/09/2021	Review credit bid PSA and exit T/S (.6) and various conf calls w/ M. Isaacson on comments (.5).	Cota, A.	1.1
03/09/2021	Discuss/analyze settlement related issues.	Hansen, K. M.	1.4
03/09/2021	Review plan revisions (.4); review settlement proposal (.2); review credit bid PSA (.4); review 2L commitment letter (.3).	Iaffaldano, J. F.	1.3
03/09/2021	Review 2L commitment letter (1.4); review plan (.6); prepare issues list (.8).	Isaacson, M. M.	2.8
03/09/2021	Review plan/credit bid background (.5); call with S. Millman and J. Storz (.4); review APA (.6).	Lau, J.	1.7
03/09/2021	Review Weil correspondence re Credit Bid PSA and Exit Commitment (.2); review further revised Plan (.3).	Merola, F. A.	0.5
03/09/2021	Review of revised plan documents and credit bid purchase agreement and 2L Commitment letter (1.2) and coordinate with team re same	Millman, S. J.	1.6

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(.4).

03/09/2021	Confer w/team re Plan issues (.8); review further revised draft Plan (1.0); review credit bid PSA & 2L commitment letter (.7).	Pasquale, K.	2.5
03/09/2021	Calls with S. Millman and J. Lau re: credit bid purchase agreement (.4); review credit bid purchase agreement (.5).	Storz, J. F.	0.9
03/10/2021	Settlement analysis and discussion.	Hansen, K. M.	1.3
03/10/2021	Review disclosure statement objections.	Iaffaldano, J. F.	0.5
03/10/2021	Confer re: 2L commitment letter.	Isaacson, M. M.	0.5
03/10/2021	Review Purchase and Sale Agreement.	Lau, J.	3.1
03/10/2021	Continued work on language in plan and review of plan related documents.	Millman, S. J.	3.3
03/10/2021	Review/analysis of draft Plan and related documents (credit bid; commitment letter).	Pasquale, K.	1.4
03/10/2021	Review Plan provisions relating to credit bid transaction (.7); review purchase agreement (.7).	Storz, J. F.	1.4
03/11/2021	Review/discuss process and docs re settlement/plan and credit bid.	Hansen, K. M.	1.5
03/11/2021	Review Purchase and Sale Agreement and compile issues list re: same.	Lau, J.	1.4
03/11/2021	Review Allied Maritime RoR (.1); review Objection of Freeport re DS (.2); review McMoran Objection re DS (.1); review Conoco Objection to DS (.1); review Hunt Objection re DS (.1); review Nippon Objection to DS (.1).	Merola, F. A.	0.7
03/11/2021	Review of additional objections to disclosure statement (1.3); review of various plan related documents (1.6).	Millman, S. J.	2.9
03/11/2021	Confer w/S. Millman re Plan issues (.5); review newly filed DS objections (1.2).	Pasquale, K.	1.7
03/11/2021	Review credit bid purchase agreement.	Storz, J. F.	3.1

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03/12/2021	Review docs and process (1.0); discussions re same (.5).	Hansen, K. M.	1.5
03/12/2021	Prepare summary of filed disclosure statement objections.	Iaffaldano, J. F.	5.8
03/12/2021	Confer re: 2L commitment letter.	Isaacson, M. M.	1.0
03/12/2021	Review Samson Contour Objection to DS (.1); review LLOG Exp Objection to DS (.1); review Hess Joinder re DS Objection (.2).	Merola, F. A.	0.4
03/12/2021	Further review of credit bid purchase agreement and related documents and confer with team (2.0); review of objections to disclosure statement and research re issue raised (3.2).	Millman, S. J.	5.2
03/12/2021	Review newly filed DS objections (.5); analyze potential treatment issues (.6).	Pasquale, K.	1.1
03/13/2021	Review revised PoR and DS from S. Millman (.9); review correspondence regarding 2L CL (.3); analysis regarding 2L CL and plan treatment triggers / terminations (.3); various communications regarding same (.3).	Cota, A.	1.8
03/13/2021	Review and analysis of process/timing considerations.	Hansen, K. M.	1.0
03/13/2021	Confer with Conway re: 2L commitment letter.	Isaacson, M. M.	0.4
03/13/2021	Review DS Schedules (.2); review redlined Plan (.3); review Credit Bid PSA (.3); review projections, valuation and liquidation analysis (.2).	Merola, F. A.	1.0
03/13/2021	Review of plan, valuation and other analyses (5.4); confer with K. Pasquale and Conway team; review of issues related to M. Isaacson comments (1.3).	Millman, S. J.	6.7
03/14/2021	Review draft disclosure statement and provide comments.	Ashuraey, S. N.	1.4
03/14/2021	Plan/ds/1L docs analysis and discussion.	Hansen, K. M.	0.9
03/14/2021	Review revised Purchase and Sale Agreement	Lau, J.	1.6

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	(.6); update issues list re: same (1.0).		
03/14/2021	Review revised DS.	Merola, F. A.	0.3
03/14/2021	Review of disclosure statement and additional plan materials (4.5); coordinate comments to disclosure statement with K. Pasquale (.8); review of Committee draft objection to evaluate issues as addressed in disclosure statement (.7); review of summary of various disclosure statement objections prepared by J. Iaffaldano (.7).	Millman, S. J.	6.7
03/14/2021	Review & comment to revised draft DS, plan and exhibits provided by Debtors (3.6); confer w/team re same (.6).	Pasquale, K.	4.2
03/15/2021	2L organization discussion (.4); plan/DS/1L docs discussion/analysis (.8).	Hansen, K. M.	1.2
03/15/2021	Review comments to plan and disclosure statement.	Iaffaldano, J. F.	0.5
03/15/2021	Review issues list (.4); call with J. Storz re: same (.6); send comments to Weil (.2); correspondence re: TSA (.2).	Lau, J.	1.4
03/15/2021	Review revised Credit Bid PSA (.3); review Plan and DS mark-up (.3); review Heils O&G Response re DS (.2).	Merola, F. A.	0.8
03/15/2021	Review of additional plan and disclosure statement revisions and confer internally (2.5); review of further revised exhibits to plan documents and discuss internally (2.1); review of additional objections to disclosure statement and issues raised therein (1.4).	Millman, S. J.	6.0
03/15/2021	Emails & t/c's w/K. Hansen, S. Millman re Plan issues (1.0); conf call w/Davis Polk re Plan, 2L issues (.3); analyze Plan & 2L issues (.8); review and revise further drafts of Plan and DS provided by debtors (2.0).	Pasquale, K.	4.1
03/15/2021	Review revised drafts of credit bid purchase agreement and related documents (1.7); call with J. Lau re: same (.6).	Storz, J. F.	2.3

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03/16/2021	Review DS objections and summaries of same.	Ashuraey, S. N.	1.3
03/16/2021	Coordinate w/ M. Isaacson on comments to 2L exit CL (.4); review same and comments (.5).	Cota, A.	0.9
03/16/2021	Review revised plan and disclosure statement (.6); review and analyze backstop commitment motion (1.8); prepare summary of same (.7); emails w/ S. Ashuraey and K. Pasquale re same (.2).	Iaffaldano, J. F.	3.3
03/16/2021	Confer with Conway (.4); confer re: revisions to 2L commitment letter (.4).	Isaacson, M. M.	0.8
03/16/2021	Review Motion and Declaration re Backstop (.2); review NA Specialty Ins DS Objection (.2); review Zurich Repr re DS (.1); review Liberty Objection re DS (.2); review Phil Indem Objection re DS (.1); review DS Objection re W&T (.1); review HHC Ins DS Objection (.1); review Sureties Objection re DS (.2).	Merola, F. A.	1.2
03/16/2021	Review of plan, DS and other documents filed in connection with plan and back stop commitment, internal comments re same (3.3); review of additional objections to disclosure statement (.8).	Millman, S. J.	4.1
03/16/2021	Review as-filed Plan, DS & related pleadings (.8); review various sureties' newly filed DS objections (.6); analyze SLTL proposal (.8) & confer w/team re same (.9).	Pasquale, K.	3.1
03/16/2021	Review revisions to plan and DS and settlement presentation.	Sasson, G.	1.3
03/16/2021	Review commitment letter with focus on closing conditions and termination rights.	Storz, J. F.	0.6
03/17/2021	Draft Committee letter in support of confirmation (1.4); review precedents of same (.4).	Ashuraey, S. N.	1.8
03/17/2021	Review and provide input on 2L CL markup (.6); various correspondence on same (.3).	Cota, A.	0.9
03/17/2021	Follow up discussions re settlement related issues (1.0); analysis re same (2.1).	Hansen, K. M.	3.1

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03/17/2021	Revise 2L commitment letter.	Isaacson, M. M.	0.3
03/17/2021	Discussions with Davis Polk re SLTL settlement and follow up internally and with Conway team (.8); analyses of package and of plan treatment points (1.1); review of additional disclosure statement objections (1.0).	Millman, S. J.	2.9
03/17/2021	Conf call w/AHG counsel re SLTL proposal (.3); analyze issues re same (1.2).	Pasquale, K.	1.5
03/17/2021	Emails & t/c's w/Conway & team re SLTL issues.	Pasquale, K.	1.1
03/18/2021	Revise Committee letter in support of confirmation.	Ashuraey, S. N.	0.9
03/18/2021	Follow up discussions re settlement related issues (1.5); analysis re same (2.3).	Hansen, K. M.	3.8
03/18/2021	Review and summarize disclosure statement objections.	Iaffaldano, J. F.	6.5
03/18/2021	Review HCC Intl DS Objection (.1); review Shell Offshore DS Opposition (.2).	Merola, F. A.	0.3
03/18/2021	Work on issues related to SLTL settlement and impact on GUC treatment (3.0); review of additional disclosure statement objections (.8).	Millman, S. J.	3.8
03/18/2021	Conf call w/Conway re 2L proposal (.3); emails & t/c DPW re same (.3); confer w/K. Hansen, S. Millman re same (.5).	Pasquale, K.	1.1
03/19/2021	Review summary of objections to DS (1.0); emails with J. Iaffaldano re: same (.2).	Ashuraey, S. N.	1.2
03/19/2021	Follow up discussions re settlement related issues (1.2); analysis re same (2.7).	Hansen, K. M.	3.9
03/19/2021	Review and summarize disclosure statement objections (6.2); emails w/ S. Ashuraey re same (.2).	Iaffaldano, J. F.	6.4
03/19/2021	Review CNOC Objection re DS (.2); review Chevron RoR re DS (.1); review RLI Ins Objection re DS (.1); review BP Objection re	Merola, F. A.	0.8

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	DS (.1); review ENI Objection re DS (.1); review Samson RoR re DS (.1); review Cox Oil Joinder re DS Objection (.1).		
03/19/2021	Review of additional disclosure statement objections and summaries and review of issues raised in several objections (2.0); further analysis and discussion in connection with proposed SLTL settlement and warrant issues (2.9).	Millman, S. J.	4.9
03/19/2021	Review analyses (.6) and multiple emails & t/c's w/Conway, team re plan settlement issues (1.4); review & analyze issues in additional newly filed objections to DS (1.3).	Pasquale, K.	3.3
03/19/2021	Review 2L settlement (.6); review UCC settlement (.6); emails with SSL team re: same and stipulation (.4).	Sasson, G.	1.6
03/20/2021	Review 2L settlement proposal and related materials.	Cota, A.	0.3
03/20/2021	2L settlement discussions (2.5); analysis re same (1.4).	Hansen, K. M.	3.9
03/20/2021	Review warrant analysis.	Merola, F. A.	0.2
03/20/2021	Review warrant issues with DP, and separately with Conway and internal team (1.3); review of different analyses with respect to warrants; follow up discussions (1.3); review of treatment research (.6).	Millman, S. J.	3.2
03/20/2021	Prep for (.8) & conf call w/AHG professionals re 2L proposal issues (.6); confer w/team re same (.3); analysis of GUC warrants & proposal (.5).	Pasquale, K.	2.2
03/21/2021	2L settlement follow up and discussion.	Hansen, K. M.	1.2
03/21/2021	Revise summary of disclosure statement objections (.6); email K. Pasquale re same (.2).	Iaffaldano, J. F.	0.8
03/22/2021	2L settlement follow up and analysis.	Hansen, K. M.	1.6
03/22/2021	Review Supplemental Objection HHE Energy (.1); review XTO Objection re exclusivity (.2);	Merola, F. A.	1.1

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	review Eno Objection to exclusivity (.1); review revised DS and Plan (.3); review Department of Interior Objection re DS (.2); correspondence with CM re Plan amendment (.2).		
03/22/2021	Review of plan proposal and discuss with team (6); review and comment on numerous plan documents including the revised plan and disclosure statement and exhibits and discuss plan language with team (4.4); review of additional objections filed including government objection (1.2).	Millman, S. J.	6.2
03/22/2021	Confer w/team re Plan proposal (.6); review & revise drafts of revised Plan, DS, certain exhibits (4.8).	Pasquale, K.	5.4
03/22/2021	Review updated settlement/plan docs (1.6); emails with SSL team re: timing (.3).	Sasson, G.	1.9
03/23/2021	Review/provide comments to draft trade agreement (1.8), DS order (.6) and draft emails re same (.5); review and revise DS ballots and exhibits (3.2); review recent filings (.4).	Ashuraey, S. N.	6.5
03/23/2021	Review revised Disclosure Statement Approved Order & Trade Agreement.	Gargano, C. E.	3.3
03/23/2021	DS hearing prep.	Hansen, K. M.	1.5
03/23/2021	Confer re: 2L commitment papers.	Isaacson, M. M.	0.2
03/23/2021	Review draft DS Order (.3); review Class 6A Trade Agreement (.2); review redline DS (.2); review redline Plan (.2); review Marathon Supplemental Objection (.2); review Supp. ENI Objection (.1); review Notice of Abandonment (.2).	Merola, F. A.	1.4
03/23/2021	Confer with team re plan issues (.9); review and provide comments to numerous plan documents including the proposed disclosure statement order, ballots, trade agreement (4.0).	Millman, S. J.	4.9
03/23/2021	Confer w/team re Plan issues (1.0); review & revise multiple Plan documents, including DS, DS order, exhibits to DS (3.4).	Pasquale, K.	4.4

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03/24/2021	Review further revised Plan and DS (.3); review Debtor Reply re DS Objection (.3); review Aspen Objection re exclusivity, amended backstop (.2); review ERO Objection re exclusivity (.1); review NA Spec Ins Joinder re exclusivity (.1); review AHG statement in Support of backstop (.1); review joinder of Endurance Ins re exclusivity (.1); review Lexon Ins joinder re backstop objection (.1); review Nippon Oil Joinder (.1); review XTO Objection re exclusivity (.1).	Merola, F. A.	1.5
03/24/2021	Review additional plan and disclosure statement documents as revised and filed.	Millman, S. J.	2.4
03/24/2021	Review debtors' DS reply (.7) & AHG statement in support (.2); review as-filed plan documents (1.2).	Pasquale, K.	2.1
03/24/2021	Review revised plan and status (1.1); emails with DPW re: stipulation (.3); emails with SSL team re: same (.2).	Sasson, G.	1.6
03/25/2021	Continued review of numerous documents filed in connection with yesterday's hearing.	Millman, S. J.	2.3
03/26/2021	Review filings and exit financing commitment papers (.7); correspondence related to same (.2).	Cota, A.	0.9
03/26/2021	Discuss plan process.	Hansen, K. M.	0.8
03/26/2021	Review updated DS Ex – ROW, RUE and O&G leases (.2); review Emergency Motion re Exit Facility and related pleadings (.3).	Merola, F. A.	0.5
03/26/2021	Review of recently filed plan related documents financing motion.	Millman, S. J.	0.6
03/26/2021	Review exit financing motion.	Pasquale, K.	0.4
03/26/2021	Review updated plan and discovery schedule.	Sasson, G.	1.1
03/29/2021	Discuss discovery and plan process.	Hansen, K. M.	1.0
03/29/2021	Review proposed confirmation schedule.	Iaffaldano, J. F.	0.2
03/29/2021	Review Debtors' reply to DS objections (.4); review backstop objections (.1).	Iaffaldano, J. F.	0.5

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03/29/2021	Review 1L exit commitment papers (1.2) confer re: same (.5).	Isaacson, M. M.	1.7
03/29/2021	Review Notice of Proposed Conf Schedule.	Merola, F. A.	0.2
03/29/2021	Internal discussions re exit facility review and comments.	Millman, S. J.	0.3
03/30/2021	Plan and discovery process discussion.	Hansen, K. M.	1.2
03/30/2021	Discussions internally re exit facility documents and issues raised, and review of language.	Millman, S. J.	0.4
03/31/2021	Discovery and plan discussions.	Hansen, K. M.	0.8
03/31/2021	Review of updated information in schedules to be attached to DS (.4); seek to connect with debtor to discuss status (.1).	Millman, S. J.	0.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Ashuraey, Sam N.	13.6	\$ 970	\$ 13,192.00
Cota, Alexandro	8.6	1,300	11,180.00
Gargano, Charles E.	5.3	685	3,630.50
Hansen, Kristopher M.	43.7	1,795	78,441.50
Iaffaldano, John F.	28.9	685	19,796.50
Isaacson, Marni M.	7.7	1,045	8,046.50
Laskowski, Mathew D.	0.3	460	138.00
Lau, Joanne	9.2	1,045	9,614.00
Merola, Frank A.	14.6	1,600	23,360.00
Millman, Sherry J.	90.5	1,100	99,550.00
Pasquale, Kenneth	57.2	1,600	91,520.00
Sasson, Gabriel	11.9	1,195	14,220.50
Storz, John F.	8.3	1,350	11,205.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 383,894.50
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TOTAL FOR THIS MATTER	\$ 383,894.50
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Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

Exhibit B

Expense Detail

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DISBURSEMENT REGISTER

INVOICE NO.	786808
CLIENT	Official Committee of Unsecured Creditors of Fieldwood Energy LLC, <i>et al.</i>

FOR DISBURSEMENT SERVICES RENDERED in the captioned matter for the period through March 31, 2021, including:

DATE	DESCRIPTION	AMOUNT
Conferencing Services		
03/24/2021	SoundPath Conferencing Services by Mathew Laskowski to 2128065475 for 121 Minutes; Invoice # 2128065400-032821	6.81
03/24/2021	SoundPath Conferencing Services by Mathew Laskowski to 2128066689 for 508 Minutes; Invoice # 2128065400-032821	28.61
03/24/2021	SoundPath Conferencing Services by Mathew Laskowski to 3105565802 for 70 Minutes; Invoice # 2128065400-032821	3.96
03/24/2021	SoundPath Conferencing Services by Mathew Laskowski to 6466707605 for 124 Minutes; Invoice # 2128065400-032821	6.99
03/24/2021	SoundPath Conferencing Services by Mathew Laskowski to 6465914232 for 122 Minutes; Invoice # 2128065400-032821	6.88
03/24/2021	SoundPath Conferencing Services by Mathew Laskowski to 7139897020 for 20 Minutes; Invoice # 2128065400-032821	1.13
03/24/2021	SoundPath Conferencing Services by Mathew Laskowski to 2128065481 for 66 Minutes; Invoice # 2128065400-032821	3.70
03/24/2021	SoundPath Conferencing Services by Mathew Laskowski to 2128065531 for 85 Minutes; Invoice # 2128065400-032821	4.79
03/24/2021	SoundPath Conferencing Services by Mathew Laskowski to 2128066689 for 51 Minutes; Invoice # 2128065400-032821	2.87
03/24/2021	SoundPath Conferencing Services by Mathew Laskowski to 4155951132 for 25 Minutes; Invoice # 2128065400-032821	1.41
03/24/2021	SoundPath Conferencing Services by Mathew Laskowski to 2128067036 for 174 Minutes; Invoice # 2128065400-032821	9.80

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DATE	DESCRIPTION	AMOUNT
03/24/2021	SoundPath Conferencing Services by Mathew Laskowski to 9403008296 for 127 Minutes; Invoice # 2128065400-032821	7.15
	Conferencing Services Total	84.10

MATTER DISBURSEMENT SUMMARY

Conferencing Services	\$ 84.10
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TOTAL DISBURSEMENTS/CHARGES	\$ 84.10
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Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re

FIELDWOOD ENERGY LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 20-33948 (MI)

(Jointly Administered)

Objection Deadline: June 9, 2021

**NINTH MONTHLY STATEMENT OF SERVICES RENDERED
AND EXPENSES INCURRED FOR THE PERIOD APRIL 1, 2021
THROUGH APRIL 30, 2021 BY STROOCK & STROOCK & LAVAN LLP
AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

Stroock & Stroock & Lavan LLP (“Stroock”)², counsel for the Official Committee of Unsecured Creditors (the “Committee”), hereby submits this Ninth Monthly Statement of Services Rendered and Expenses Incurred (the “Monthly Fee Statement”) for the period April 1, 2021 through April 30, 2021 (the “Statement Period”), in accordance with the Court’s order, dated September 17, 2020, establishing interim compensation procedures for this case (the “Compensation Order”) [Docket No. 367]. In support of the Monthly Fee Statement, Stroock respectfully represents as follows:

Relief Requested

1. Stroock respectfully submits this Monthly Fee Statement for: (i) compensation of fees for reasonable, actual and necessary services rendered by Stroock on behalf of the

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors’ primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Compensation Order.

Committee during the Statement Period; and (ii) reimbursement of reasonable, actual and necessary expenses incurred by Stroock on behalf of the Committee during the Statement Period.

2. Stroock seeks compensation for professional services rendered and reimbursement of expenses incurred during the Statement Period in the amounts set forth as below:

Total Fees:	\$193,548.80 (80% of \$241,936.00)
Total Expenses:	\$306.10
Total:	\$193,854.90

3. A detailed statement of hours spent rendering legal services to the Committee during the Statement Period is attached hereto as Exhibit A. A detailed list of disbursements made or incurred by Stroock in connection with services performed on behalf of the Committee during the Statement Period is attached hereto as Exhibit B.

4. Pursuant to the Compensation Order, Stroock seeks payment of \$193,854.90 from the Debtors for the Statement Period, representing (a) 80% of Stroock's total fees for services rendered and (b) 100% of the total expenses incurred during the Statement Period.

Notice

5. In accordance with the Compensation Order, notice of this Monthly Fee Statement has been served upon the following parties (collectively, as further defined in the Compensation Order, the "Notice Parties"): (i) the Debtors; (ii) counsel to the Debtors; (iii) counsel to the Ad Hoc Group of Secured Lenders; and (iv) the Office of the United States Trustee for the Southern District of Texas.

6. Pursuant to the Compensation Order, objections to the Monthly Fee Statement, if any, must be served upon the Notice Parties, including Stroock, no later than **June 9, 2021 (the**

“Objection Deadline”), setting forth the nature of the objection and the specific amounts of fees and expenses at issue.

7. If no objection to the Monthly Fee Statement is received by the Objection Deadline, the Debtors shall pay Stroock the amounts of fees and expenses identified in the Monthly Fee Statement.

8. To the extent an objection to the Monthly Fee Statement is received on or prior to the Objection Deadline, the Debtors may withhold payment of that portion of the payment requested to which the objection is directed, and shall promptly pay the remainder of the fees and expenses as set forth herein. To the extent such objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing.

Dated: June 26, 2021
New York, New York

STROOCK & STROOCK & LAVAN LLP

/s/ Kenneth Pasquale

Kristopher M. Hansen

Kenneth Pasquale

Sherry J. Millman

180 Maiden Lane

New York, NY 10038

Telephone: (212) 806-5400

Facsimile: (212) 806-6006

*Counsel to the Official Committee of Unsecured
Creditors*

FIELDWOOD ENERGY LLC, *et al.*
SUMMARY OF FEES
APRIL 1, 2021 – APRIL 30, 2021

Name of Professional	Position	Department	Bar Admission Date	Hours	Rate	Amount
Cota, Alexandro	Partner	Financial Restructuring	2005	3.0	\$1,300	\$3,900.00
Hansen, Kristopher M.	Partner	Financial Restructuring	1996	25.6	1,795	45,952.00
Merola, Frank A.	Partner	Financial Restructuring	1988	17.2	1,600	27,520.00
Pasquale, Kenneth	Partner	Financial Restructuring	1990	30.5	1,600	48,800.00
Ashuraey, Sam N.	Associate	Financial Restructuring	2017	6.9	970	6,693.00
Gargano, Charles E.	Associate	Financial Restructuring	2020	1.7	685	1,164.50
Iaffaldano, John F.	Associate	Financial Restructuring	2020	26.8	685	18,358.00
Isaacson, Marni M.	Associate	Financial Restructuring	2014	0.3	1,045	313.50
Millman, Sherry J.	Special Counsel	Financial Restructuring	1985	71.4	1,100	78,540.00
Sadler, Tess M.	Associate	Financial Restructuring	2019	1.8	775	1,395.00
Totals for Attorneys				185.2		\$232,636.00

Name of Paraprofessional	Position	Department	Years of Experience	Hours	Rate	Amount
Laskowski, Mathew D.	Paralegal	Financial Restructuring	23	0.4	460	184.00
Magzamen, Michael	Paralegal Supervisor	Financial Restructuring	18	14.6	460	6,716.00
Mohamed, David	Paralegal	Financial Restructuring	30	0.3	400	120.00
Rivera, Johnny	Project Manager	Litigation Support	15	5.2	400	2,080.00
Tholen, Daniel J.	Project Manager	Litigation Support	9	0.5	400	200.00
Total for Paraprofessionals				21.0		\$9,300.00
Total				206.2		\$241,936.00

FIELDWOOD ENERGY LLC, *et al.*
COMPENSATION BY PROJECT CATEGORY
APRIL 1, 2021 – APRIL 30, 2021

Matter Code	Project Category	Hours	Amount
0001	Case Administration	10.0	\$ 4,710.00
0002	Meetings & Communications with Debtors	6.8	7,924.00
0004	Relief from Stay / Adequate Protection Matters	0.5	800.00
0005	Court Hearings	19.3	21,911.00
0006	Creditors Committee Meetings and Communications	54.2	75,238.50
0007	Case Analysis/ Pleading Analysis and Responses	0.3	338.50
0009	Stroock Fee Applications	1.5	1,145.00
0010	Other Professional Retention	0.1	110.00
0011	Other Professional Fee Applications	4.1	3,623.00
0012	Lien Review	4.3	4,683.00
0015	Litigation & Adversary Proceedings	5.1	6,095.00
0016	Business Operations	2.1	2,710.00
0021	Schedules/SoFAs/UST Reports	0.7	845.50
0022	Claims Administration & Objections	0.3	330.00
0023	Plan & Disclosure Statement	96.9	111,472.50
	Total	206.2	\$ 241,936.00

FIELDWOOD ENERGY LLC, *et al.*
DISBURSEMENT SUMMARY
APRIL 1, 2021 – APRIL 30, 2021

Disbursement	Amount
O/S Information Services	\$306.10
Total	\$ 306.10

Exhibit A

Detailed Time Entries

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INVOICE

INVOICE NO.	788584
CLIENT	Official Committee of Unsecured Creditors of Fieldwood Energy LLC, <i>et al.</i>

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through April 30, 2021, including:

RE	Case Administration 007168 0001
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DATE	DESCRIPTION	NAME	HOURS
04/01/2021	Obtain, archive and circulate ECF filed documents (.2); calendar adjustments (.1); review case dockets and update working group (.2).	Magzamen, M. S.	0.5
04/02/2021	Calendar critical dates (.1); obtain and circulate article for S. Millman (.1); review scheduling order and update calendar (.3); review case dockets and circulate update to team (.2).	Magzamen, M. S.	0.7
04/02/2021	Internal discussions re workstreams and access to document sites.	Millman, S. J.	0.2
04/05/2021	Review case dockets and update working group/calendars.	Magzamen, M. S.	0.2
04/06/2021	Review case dockets and update working group/calendars.	Magzamen, M. S.	0.2
04/07/2021	Review case dockets and update working group.	Magzamen, M. S.	0.2
04/08/2021	Obtain, archive and circulate ECF filed documents (.3); review case dockets and update working group and calendars (.2).	Magzamen, M. S.	0.5
04/09/2021	Review notice of filing of voluminous pleadings	Laskowski, M. D.	0.4

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	(.1); obtain, organize filings (.2); forward to team for review (.1).		
04/09/2021	Obtain, archive and circulate ECF filed documents (.5); review case dockets and update working group and calendars (.2).	Magzamen, M. S.	0.7
04/12/2021	Obtain, archive and circulate ECF filed documents; review case dockets and update working group/calendars.	Magzamen, M. S.	0.4
04/13/2021	Calendars update; ECF circulation; review case dockets and update working group.	Magzamen, M. S.	0.4
04/14/2021	Obtain, archive and circulate ECF filed documents.	Magzamen, M. S.	0.2
04/14/2021	Obtain, archive and circulate ECF filed documents; review case dockets and update working group/calendars.	Magzamen, M. S.	0.4
04/14/2021	Obtain and circulate recently docketed pleadings to SSL internal team.	Mohamed, D.	0.3
04/15/2021	Confer w/ T. Sadler re: data room updates (.1) obtain, archive and circulate ECF filed documents (.5); calendars adjustments (.2); review case dockets and update working group (.2).	Magzamen, M. S.	1.0
04/16/2021	Obtain, archive and circulate ECF filed documents; review case dockets and update working group.	Magzamen, M. S.	0.3
04/19/2021	Circulate media case coverage.	Magzamen, M. S.	0.1
04/19/2021	Respond to attorney requests for documents; obtain, archive and circulate ECF filed documents.	Magzamen, M. S.	0.3
04/20/2021	Obtain, archive and circulate ECF filed documents.	Magzamen, M. S.	0.1
04/21/2021	Obtain, archive and circulate ECF filed documents; review case dockets and update working group.	Magzamen, M. S.	0.3

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04/22/2021	Obtain, archive and circulate ECF filed documents (.2); revise case calendars (.2); review case dockets and update working group (.2).	Magzamen, M. S.	0.3
04/23/2021	Review media coverage of case and discuss w/ S. Millman.	Magzamen, M. S.	0.1
04/26/2021	Review media coverage of case and confer w/ S. Millman re: same; obtain, archive and circulate ECF filed documents.	Magzamen, M. S.	0.3
04/27/2021	Obtain and circulate media coverage of case (.2); review and pull DS attachment for S. Millman (.3); review docket and update working group (.2).	Magzamen, M. S.	0.7
04/28/2021	Review docket and update working group.	Magzamen, M. S.	0.2
04/29/2021	Review case media coverage and discuss w/ S. Millman (.2); review VDR alerts and discuss w/ T. Sadler (.2); calendar critical dates (.1); obtain and circulate VDR contents (.3).	Magzamen, M. S.	0.8
04/30/2021	Review docket and update working group.	Magzamen, M. S.	0.2

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Laskowski, Mathew D.	0.4	\$ 460	\$ 184.00
Magzamen, Michael	9.1	460	4,186.00
Millman, Sherry J.	0.2	1,100	220.00
Mohamed, David	0.3	400	120.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 4,710.00
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 MATTER DISBURSEMENT SUMMARY

O/S Information Services	\$ 306.10
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TOTAL DISBURSEMENTS/CHARGES	\$ 306.10
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TOTAL FOR THIS MATTER	\$ 5,016.10
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RE	Meetings & Communications with Debtors 007168 0002
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DATE	DESCRIPTION	NAME	HOURS
04/01/2021	Review WGM correspondence re taxes, insurance and wages.	Merola, F. A.	0.2
04/02/2021	Emails w/Weil re discovery.	Pasquale, K.	0.2
04/07/2021	Prepare for (.1) and participate in call with J. Liou (Weil) and team to discuss plan administrator reserve and FEW III p&a obligations and re case status (.3) and report internally and to A. Bekker (Conway) re same (.2).	Millman, S. J.	0.6
04/07/2021	Prep for (.2) & conf call w/debtors re Plan Administrator responsibilities (.3)	Pasquale, K.	0.5
04/09/2021	Confer with J. Liou (Weil) re issue raised at hearing re: proposed changes to plan related documents including Apache implementation agreement and stand by loan agreement and credit bid purchase agreement and discussions internally following J. Liou call.	Millman, S. J.	0.4
04/12/2021	Confer with C. Carlson (Weil) re government position, temporary allowance of claim and related issues and follow up with K. Pasquale re same.	Millman, S. J.	0.3
04/15/2021	Communication from company re emergency motion and confer with C. Carlson (Weil) re same and re Atlantic matter and general status issues and report internally re same.	Millman, S. J.	0.7
04/19/2021	Message to Weil team re Plan Administrator selection and follow up communication to Weil provide background and fee structure following communication with D. Dunn (Province).	Millman, S. J.	0.3

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04/20/2021	Emails and calls with Weil and counsel for agents re: extension of challenge period.	Ashuraey, S. N.	0.6
04/20/2021	Discussion with J. Liou (Weil) re plan administrator follow up and re general status update (.7) and follow up internally re same (.2).	Millman, S. J.	0.9
04/22/2021	Communication to J. Liou (Weil) re presentations of additional candidates and review of material and updates (.3) and confer internally re same (.2).	Millman, S. J.	0.5
04/28/2021	Written Communications with each of counsel for Weil and the lenders re plan administrator , call with J. Liou (Weil) and K. Pasquale (.8)and follow up internally re same (.2).	Millman, S. J.	1.0
04/28/2021	Conf call w/Weil re Plan Admin selection (.2); t/c D. Dunn/Province re same (.2)	Pasquale, K.	0.4
04/29/2021	Email Weil (C. Carlson, et al.) re: access to VDR.	Magzamen, M. S.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Ashuraey, Sam N.	0.6	\$ 970	\$ 582.00
Magzamen, Michael	0.2	460	92.00
Merola, Frank A.	0.2	1,600	320.00
Millman, Sherry J.	4.7	1,100	5,170.00
Pasquale, Kenneth	1.1	1,600	1,760.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 7,924.00
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TOTAL FOR THIS MATTER	\$ 7,924.00
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RE	Relief from Stay / Adequate Protection Matters 007168 0004
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DATE	DESCRIPTION	NAME	HOURS
04/01/2021	Review stipulations re relief from stay motions.	Merola, F. A.	0.1
04/07/2021	Review LLOG Exploration relief from stay Order.	Merola, F. A.	0.1
04/15/2021	Review Stipulation re Lewis relief from stay (.1); review Landry Stipulation re relief from stay (.1).	Merola, F. A.	0.2
04/30/2021	Review Stipulation re Wild relief from stay.	Merola, F. A.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Merola, Frank A.	0.5	\$ 1,600	\$ 800.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 800.00
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TOTAL FOR THIS MATTER	\$ 800.00
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RE	Court Hearings 007168 0005
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DATE	DESCRIPTION	NAME	HOURS
04/01/2021	Telephonically participate in discovery and scheduling hearing.	Ashuraey, S. N.	0.5
04/01/2021	Participate in hearing re discovery status.	Gargano, C. E.	0.5
04/01/2021	Participate in discovery conference.	Iaffaldano, J. F.	0.5
04/01/2021	Review Notice of Cancelled Hearing re relief from stay.	Merola, F. A.	0.1
04/01/2021	Prepare for and monitor discovery hearing and review report thereof (.6) follow up with K. Pasquale re participation in discovery process (.2).	Millman, S. J.	0.8
04/01/2021	Prep for (.2) & participate in court hearing re plan discovery (.6).	Pasquale, K.	0.8
04/02/2021	Review Scheduling Order.	Merola, F. A.	0.1
04/05/2021	Confer w/ S. Millman re: hearing needs.	Magzamen, M. S.	0.1
04/07/2021	Review W&E List for 4/9 hearing.	Merola, F. A.	0.2
04/08/2021	Confer w/ S. Millman re: 4/9 hearing and prep. re: same.	Magzamen, M. S.	0.2
04/08/2021	Review agenda for 4/9 hearing.	Merola, F. A.	0.2
04/09/2021	Participate in hearing on backstop motion.	Ashuraey, S. N.	0.6
04/09/2021	Participate in hearing re exclusivity and backstop.	Iaffaldano, J. F.	0.7
04/09/2021	Review agenda (.2); review DPW 2019 (.1); participate in exclusivity and backstop hearing (.7).	Merola, F. A.	1.0

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04/09/2021	Review motion re exit facilities and re exclusive periods (.8) prepare for and monitor portion of meet and confer and hearing on exit facilities and exclusive period (.8) and confer with K. Pasquale re same (.3).	Millman, S. J.	1.9
04/09/2021	Participate in court hearing.	Pasquale, K.	0.8
04/12/2021	Review Expert and Witness List (.2); review Order re Sanare 9019 (.1); review Order re Renaissance Offshore (.1).	Merola, F. A.	0.4
04/13/2021	Confer w/ K. LaBrada (PSZJ), S. Millman and K. Pasquale re: appearances at 4/14 hearing.	Magzamen, M. S.	0.1
04/13/2021	Review W&E list (.2); review agenda (.2).	Merola, F. A.	0.4
04/14/2021	Telephonically participate in disclosure statement hearing.	Ashuraey, S. N.	1.0
04/14/2021	Listen to Disclosure Statement hearing.	Cota, A.	0.9
04/14/2021	Participate in DS hearing (1.0); review DS in preparation for same (.3); prepare summary of hearing for Committee (1.0); exchange emails w/ S. Millman and K. Pasquale re same (.8).	Iaffaldano, J. F.	3.1
04/14/2021	Review W&E list for 4/14 hearing re DS.	Merola, F. A.	0.1
04/14/2021	Prepare for and monitor hearing to consider approval of disclosure statement (1.1); review of revisions to documents made at hearing (.3).	Millman, S. J.	1.4
04/14/2021	Prep for (.9) & participate in court hearing (1.1).	Pasquale, K.	2.0
04/15/2021	Confer w/ K. LaBrada (PSZJ) re: hearing appearances and calendars.	Magzamen, M. S.	0.2
04/16/2021	Review agenda for Arena hearing.	Merola, F. A.	0.2
04/16/2021	Monitor Arena hearing and follow up re Atlantic matter and confer with K. Pasquale re same.	Millman, S. J.	0.5

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Ashuraey, Sam N.	2.1	\$ 970	\$ 2,037.00
Cota, Alexandro	0.9	1,300	1,170.00
Gargano, Charles E.	0.5	685	342.50
Iaffaldano, John F.	4.3	685	2,945.50
Magzamen, Michael	0.6	460	276.00
Merola, Frank A.	2.7	1,600	4,320.00
Millman, Sherry J.	4.6	1,100	5,060.00
Pasquale, Kenneth	3.6	1,600	5,760.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 21,911.00
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TOTAL FOR THIS MATTER	\$ 21,911.00
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RE	Creditors Committee Meetings and Communications 007168 0006
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DATE	DESCRIPTION	NAME	HOURS
04/02/2021	Review Committee update correspondence.	Merola, F. A.	0.2
04/02/2021	Memo to Committee re plan schedule (.2); communicate internally re request by Committee member to monitor hearings (.1).	Millman, S. J.	0.3
04/05/2021	Review Plan Administrator decks in prep for Committee meeting.	Hansen, K. M.	1.0
04/05/2021	Review Conway Committee presentation (.2); review Committee correspondence re meeting (.2).	Merola, F. A.	0.4
04/05/2021	Review of Conway presentation for Committee meeting(.3) and confer with A. Bekker (Conway) re same (.7); memo to Committee (.3).	Millman, S. J.	1.3
04/05/2021	Emails w/professionals re Committee meeting (.1) & review draft deck in prep for same (.2)	Pasquale, K.	0.3
04/06/2021	Participate in weekly Committee call.	Ashuraey, S. N.	0.3
04/06/2021	Review Conway deck (.3); weekly conf call w/ clients (.3).	Cota, A.	0.6
04/06/2021	Committee meeting (.3) and prep for same (.2).	Hansen, K. M.	0.5
04/06/2021	Prepare for (.1); and attend weekly Committee meeting (2.0).	Iaffaldano, J. F.	0.2
04/06/2021	Prepare for and attend weekly Committee meeting.	Isaacson, M. M.	0.3
04/06/2021	Participate in Committee meeting.	Merola, F. A.	0.3
04/06/2021	Participate in Committee call (.2) and internal	Millman, S. J.	0.8

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	discussions regarding same (.1); follow up discussions with Conway (.5).		
04/06/2021	Prep for (.2) & participate in committee meeting (.3).	Pasquale, K.	0.5
04/06/2021	Weekly update call with Committee and Committee professionals.	Sadler, T. M.	0.3
04/08/2021	Emails & t/c's re Plan Administrator pitches to UCC (.4); review draft deck from Conway (.4).	Pasquale, K.	0.8
04/09/2021	Review Committee correspondence re meeting and Plan Admin. (.2); review Plan Admin. presentations (.4).	Merola, F. A.	0.6
04/09/2021	Prepare for and participate in Call with candidate to serve as plan administrator and discussion of issues related thereto.	Millman, S. J.	0.5
04/09/2021	Confer with T. Sadler and K. Pasquale re presentations for upcoming Committee meeting and with candidates re scheduling (.6) review of materials from each of the prospective Plan Administrator candidates and memo to committee re presentations (1.0).	Millman, S. J.	1.6
04/09/2021	Conf call w/D. Abell (VCORT) re Plan Administrator pitch (.5); emails re logistics for Plan Administrator pitches (.4).	Pasquale, K.	0.9
04/12/2021	Discuss plan administrator presentations for UCC and process (.8); review materials (.5).	Hansen, K. M.	1.3
04/12/2021	Review Committee professional correspondence re Plan Admin.	Merola, F. A.	0.1
04/12/2021	Memo to Committee re upcoming Plan Admin presentation and confer with counsel for Committee member re same.	Millman, S. J.	0.3
04/12/2021	Review Plan Administrator pitch books in prep for Committee meeting (1.0); review precedent Plan Administrator agreement (.3); t/c Plan Administrator candidate re pitch (.3).	Pasquale, K.	1.6

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04/13/2021	Review decks (.3) and pitches for plan administrator (.6).	Cota, A.	0.9
04/13/2021	Plan Administrator presentations (.8); follow up re same (1.0); discussions re case status and timing related issues (.8).	Hansen, K. M.	2.6
04/13/2021	Participate in Committee call re plan administrator.	Iaffaldano, J. F.	1.1
04/13/2021	Review Committee professional correspondence re Plan Admin.	Merola, F. A.	0.1
04/13/2021	Call with Committee re Plan Admin selection process.	Merola, F. A.	1.2
04/13/2021	Prepare for and participate in Committee meeting (1.3); follow up with co-counsel and with Committee member (.4); provide contact info at request of Committee members (.2); follow up on questions re plan administrator through review of plan docs (.5); memo to Committee regarding disclosure statement hearing (.1).	Millman, S. J.	2.5
04/13/2021	Prep for (.5) & participate in Committee meeting (1.1); confer w/team post-meeting re status (.3).	Pasquale, K.	1.9
04/13/2021	Calls re plan administrator pitches with Committee.	Sadler, T. M.	1.3
04/14/2021	Review Committee correspondence re DS hearing.	Merola, F. A.	0.1
04/14/2021	Confer with J. Iaffaldano re memo to Committee regarding disclosure statement hearing and review same (.3); call from Committee member re disclosure statement hearing and schedule (.2); follow up from candidate re Plan Administrator role (.2).	Millman, S. J.	0.7
04/15/2021	Plan Administrator selection discussion w/ UCC advisors.	Hansen, K. M.	0.5
04/15/2021	Review Committee correspondence re	Merola, F. A.	0.2

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solicitation letter.

04/15/2021	Review of communication from Committee re plan administrator issues and discussions internally re same (.4); call with re plan issue (.2) and review of plan related documents to address issues raised (.7) and follow up email to Committee re same (.2).	Millman, S. J.	1.5
04/15/2021	Review of each of plan and other disclosure documents in form refiled/approved by court (.4) and communications with Committee members re same (1.5).	Millman, S. J.	1.9
04/15/2021	Address Plan Administrator selection issues & Committee questions.	Pasquale, K.	1.3
04/16/2021	Plan Administrator discussions w/ UCC advisors and creditors.	Hansen, K. M.	1.0
04/16/2021	Discussions with K. Pasquale and with M. Warner (PSZJ) (.2) and follow up call creditors re plan administrator issues/questions (1.0) and follow up communications with plan administrator candidates (.2).	Millman, S. J.	1.2
04/16/2021	Conf call w/ M. Warner (PSZJ), D. Stewart (Stewart Robbins), S. Millman re Plan Administrator selection issues (1.1); address same (.5); emails re same (.1).	Pasquale, K.	1.6
04/19/2021	Plan Administrator discussions (1.0) and committee admin follow up (.2).	Hansen, K. M.	1.2
04/19/2021	Review Committee correspondence re meeting (.1); review Committee correspondence re Plan Admin. (.2).	Merola, F. A.	0.3
04/19/2021	Communications with Committee professionals re upcoming meetings (.2) and memo to Committee re same and respond to Committee member inquiry re same (.3); discussions with M. Warner (PSZJ), K. Pasquale and other professionals re P.A. selection (.3) and review of final selection, review materials on the candidate and revised compensation proposal	Millman, S. J.	1.8

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(1.0).

04/19/2021	Respond to inquiry by creditor re plan.	Millman, S. J.	0.3
04/19/2021	Emails w/Committee, professionals re status (.2); emails & t/c's w/Committee members re Plan Administrator (.4); emails & t/c's w/ Plan Administrator candidates (.8); multiple t/c's & emails w/team re same logistics (.8).	Pasquale, K.	2.2
04/20/2021	Conf call w/M. Warner (PSZJ), K. Hansen re Plan Admin issues (.5); emails w/ team re same (.3); address Plan Admin selection issues (.3).	Pasquale, K.	1.1
04/21/2021	Exchange correspondence re UCC meeting.	Merola, F. A.	0.2
04/21/2021	Discussions with K. Pasquale re plan administrator selection points and participate in call with M. Warner (PSZJ), K. Hansen and K. Pasquale re same (.5); seek to schedule call with committee and email re same and coordinate with C. Gargano re same (.5).	Millman, S. J.	1.0
04/21/2021	Conf call w/M. Warner (PSZJ), K. Hansen, S. Millman re Plan Admin issues.	Pasquale, K.	0.4
04/22/2021	Call with Committee re: plan administrator.	Ashuraey, S. N.	0.3
04/22/2021	Committee call (.3) and prep for same (.7).	Hansen, K. M.	1.0
04/22/2021	Prepare for (.1) and participate in Committee meeting re plan administration (.3).	Iaffaldano, J. F.	0.4
04/22/2021	Correspondence with Committee re meeting (.1); participate in Committee meeting re Plan Admin (.4).	Merola, F. A.	0.5
04/22/2021	Coordinate and participate in Committee call and connect with Committee member in advance of call (.5); review commutations to plan administrator candidates (.2).	Millman, S. J.	0.7
04/22/2021	Committee meeting (.3); emails re Plan Admin selection (.3).	Pasquale, K.	0.6
04/26/2021	Call w/ Committee professionals re case status.	Iaffaldano, J. F.	0.1

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04/26/2021	Review Conway materials for Committee (.2); review Committee correspondence re Plan Admin (.1); review correspondence re Committee agenda (.1).	Merola, F. A.	0.4
04/26/2021	Review of Conway presentation to Committee and confer with A. Bekker (Conway) re same (.4); prepare for and participate in UCC professionals' call and follow up with K. Pasquale re same (.2); communicate with Committee re meeting (.1) ; call with trade creditor counsel with questions on plan (.3); review and respond to email inquiry of trade creditor counsel re plan issues (.3).	Millman, S. J.	1.3
04/26/2021	Confer w/ S. Millman re Plan Admin issues (.2); t/c D. Dunn (Province) re same (.2).	Pasquale, K.	0.4
04/27/2021	Committee call (.2); prep re same (.7) and follow up re same (.1).	Hansen, K. M.	1.0
04/27/2021	Prepare for (.1) and participate weekly Committee meeting (.2).	Iaffaldano, J. F.	0.3
04/27/2021	Participate in Committee call.	Merola, F. A.	0.2
04/27/2021	Prepare for and participate in call with Committee and follow up with K. Pasquale re same.	Millman, S. J.	0.4
04/27/2021	Prep for (.2) and Committee meeting (.2); t/c D. Dunn (Province) re Plan Admin (.2); confer w/S. Millman re same (.2).	Pasquale, K.	0.8
04/27/2021	Weekly status call with UCC and UCC professionals.	Sadler, T. M.	0.2
04/29/2021	Conf call w/M. Warner (PSZJ) re status issues.	Pasquale, K.	0.5

SUMMARY OF HOURS

HOURS

RATE

TOTAL

Ashuraey, Sam N.

0.6

\$ 970

\$ 582.00

STROOCK

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Cota, Alexandro	1.5	1,300	1,950.00
Hansen, Kristopher M.	10.1	1,795	18,129.50
Iaffaldano, John F.	2.1	685	1,438.50
Isaacson, Marni M.	0.3	1,045	313.50
Merola, Frank A.	4.8	1,600	7,680.00
Millman, Sherry J.	18.1	1,100	19,910.00
Pasquale, Kenneth	14.9	1,600	23,840.00
Sadler, Tess M.	1.8	775	1,395.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 75,238.50
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TOTAL FOR THIS MATTER	\$ 75,238.50
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STROOCK

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RE	Case Analysis/ Pleading Analysis and Responses 007168 0007
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DATE	DESCRIPTION	NAME	HOURS
04/02/2021	Review order extending removal time.	Iaffaldano, J. F.	0.1
04/09/2021	Review AHG 2019.	Merola, F. A.	0.1
04/13/2021	Confer with team re pleadings to be reviewed.	Millman, S. J.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Iaffaldano, John F.	0.1	\$ 685	\$ 68.50
Merola, Frank A.	0.1	1,600	160.00
Millman, Sherry J.	0.1	1,100	110.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 338.50
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TOTAL FOR THIS MATTER	\$ 338.50
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STROOCK

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RE	Stroock Fee Applications 007168 0009
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DATE	DESCRIPTION	NAME	HOURS
04/02/2021	Follow up with C. Gargano and D. Azrilen re amounts owed and timing of payment of holdback.	Millman, S. J.	0.3
04/16/2021	Follow up re order granting allowance and amounts due and timing of payment.	Millman, S. J.	0.2
04/19/2021	Email correspondence re fees for SSL.	Gargano, C. E.	0.3
04/27/2021	Correspondence re SSL bill.	Gargano, C. E.	0.3
04/29/2021	Draft March SSL fee statement (.3); confer w/ C. Gargano re: same (.1).	Magzamen, M. S.	0.4

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Gargano, Charles E.	0.6	\$ 685	\$ 411.00
Magzamen, Michael	0.4	460	184.00
Millman, Sherry J.	0.5	1,100	550.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,145.00
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TOTAL FOR THIS MATTER	\$ 1,145.00
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STROOCK

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RE	Other Professional Retention 007168 0010
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DATE	DESCRIPTION	NAME	HOURS
04/21/2021	Review of updated Alix declaration.	Millman, S. J.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Millman, Sherry J.	0.1	\$ 1,100	\$ 110.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 110.00
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TOTAL FOR THIS MATTER	\$ 110.00
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STROOCK

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RE	Other Professional Fee Applications 007168 0011
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DATE	DESCRIPTION	NAME	HOURS
04/01/2021	Review Rothschild invoice.	Merola, F. A.	0.1
04/05/2021	Review Davis Polk invoice.	Merola, F. A.	0.1
04/05/2021	Review of Davis Polk and Rothschild invoices.	Millman, S. J.	0.2
04/14/2021	Coordinate payment for UCC professionals.	Gargano, C. E.	0.6
04/16/2021	Review Haynes & Boone invoice.	Merola, F. A.	0.1
04/19/2021	Review of invoices submitted by lenders' professionals pursuant to DIP order.	Millman, S. J.	0.3
04/28/2021	Follow-up w/ Committee professionals re: submission of March 2021 invoices.	Magzamen, M. S.	0.2
04/28/2021	Review Ryan invoice.	Merola, F. A.	0.1
04/29/2021	Finalize March fee statements and circulate same among required parties.	Magzamen, M. S.	1.5
04/29/2021	Review Jones Walker invoice.	Merola, F. A.	0.1
04/29/2021	Review Vinson Elkins invoice.	Merola, F. A.	0.1
04/29/2021	Review of Conway invoice (.2); review of Alix invoice and of invoices from lender professionals (.2).	Millman, S. J.	0.4
04/30/2021	Review Weil Fee Application.	Merola, F. A.	0.2
04/30/2021	Review Rothschild invoice.	Merola, F. A.	0.1

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Gargano, Charles E.	0.6	\$ 685	\$ 411.00
Magzamen, Michael	1.7	460	782.00
Merola, Frank A.	0.9	1,600	1,440.00
Millman, Sherry J.	0.9	1,100	990.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 3,623.00
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TOTAL FOR THIS MATTER	\$ 3,623.00
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STROOCK

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RE	Lien Review 007168 0012
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DATE	DESCRIPTION	NAME	HOURS
04/14/2021	Review previous committee challenge period stipulation and correspondence (.4); internal emails re next steps for same (.3); draft email to collateral agents, debtors and DPW re: same (.4).	Ashuraey, S. N.	1.1
04/14/2021	Review Lender correspondence re Stipulation Ext.	Merola, F. A.	0.2
04/14/2021	Communications from S. Ashuraey, G. Sasson re extension of challenge period (.1); review of plan/disclosure statement reference to waiver on effective date and continuation of stipulation (.2).	Millman, S. J.	0.3
04/16/2021	Draft stipulation extending committee challenge period (.5); correspondence with DPW and internally re: extension (.3).	Ashuraey, S. N.	0.8
04/16/2021	Exchange correspondence re Lender ext.	Merola, F. A.	0.1
04/19/2021	Correspondence with agents re: extension of challenge period (.4); correspondence with Weil re: same (.2).	Ashuraey, S. N.	0.6
04/19/2021	Correspondence with Lenders re Lien Challenge Stipulation.	Merola, F. A.	0.2
04/19/2021	Follow up with S. Ashuraey re extension of challenge period stip. and review of comments re same.	Millman, S. J.	0.2
04/20/2021	Arrange logistics for filing of stipulation re same (.2); revise stipulation (.1).	Ashuraey, S. N.	0.3
04/20/2021	Review Lender correspondence re Stipulation Ext.	Merola, F. A.	0.2

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04/21/2021	Review stipulation to extend challenge period.	Iaffaldano, J. F.	0.2
04/22/2021	Review entered Lien Challenge Stipulation.	Merola, F. A.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Ashuraey, Sam N.	2.8	\$ 970	\$ 2,716.00
Iaffaldano, John F.	0.2	685	137.00
Merola, Frank A.	0.8	1,600	1,280.00
Millman, Sherry J.	0.5	1,100	550.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 4,683.00
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TOTAL FOR THIS MATTER	\$ 4,683.00
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STROOCK

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RE	Litigation & Adversary Proceedings 007168 0015
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DATE	DESCRIPTION	NAME	HOURS
04/01/2021	Review Aspen proposed discovery schedule.	Iaffaldano, J. F.	0.1
04/01/2021	Review Surety Conference Schedule.	Merola, F. A.	0.2
04/02/2021	Review Order Extending Removal Deadline.	Merola, F. A.	0.1
04/08/2021	Review Debtors reply re exclusivity (.2), backstop amendment (.2), and Arena 9019 motion (.2).	Iaffaldano, J. F.	0.6
04/08/2021	Review Emergency 9019 Motion re Arena.	Merola, F. A.	0.2
04/08/2021	Review of Arena settlement (.2); review of LLOG order re adequate protection (.1) review of predecessor in interest objections to extension of exclusive periods (.3) and Debtors reply in support of extension (.2); review of Ecopetral reservation of rights; (.1); review of joinder in support of approval of exit facility motion and agenda for upcoming hearing (.2).	Millman, S. J.	1.1
04/09/2021	Conf call re meet & confer w/DS objectors.	Pasquale, K.	0.3
04/14/2021	Review of response in Valero matter (.2); review of amended complaint in Atlantic adversary and related motion to proceed with adversary proceeding (.5); and confer internally re same (.1).	Millman, S. J.	0.8
04/14/2021	Review amended complaint v. Atlantic.	Pasquale, K.	0.4
04/15/2021	Review of Arena settlement on for hearing and further review of Atlantic docs.	Millman, S. J.	0.4
04/16/2021	Review Order re Arena 9019.	Merola, F. A.	0.1
04/21/2021	Review Aspen Ins. subpoena.	Merola, F. A.	0.2

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04/30/2021	Review Apache letter to quash subpoena.	Iaffaldano, J. F.	0.3
04/30/2021	Review Apache Letter brief re discovery dispute (.1); review Sureties Notice of Deposition (.2).	Merola, F. A.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Iaffaldano, John F.	1.0	\$ 685	\$ 685.00
Merola, Frank A.	1.1	1,600	1,760.00
Millman, Sherry J.	2.3	1,100	2,530.00
Pasquale, Kenneth	0.7	1,600	1,120.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 6,095.00
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TOTAL FOR THIS MATTER	\$ 6,095.00
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STROOCK

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RE	Business Operations 007168 0016
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DATE	DESCRIPTION	NAME	HOURS
04/13/2021	Review Weil correspondence re JIB payments.	Merola, F. A.	0.2
04/13/2021	Review of vendor matrix and confer with Conway re current status.	Millman, S. J.	0.2
04/21/2021	Review Weil correspondence re JIB.	Merola, F. A.	0.2
04/21/2021	Review of critical vendor related information and communicate to Conway team re same.	Millman, S. J.	0.3
04/22/2021	Review Weil correspondence re employee payments.	Merola, F. A.	0.2
04/22/2021	Review of wage related information and communicate with Conway team re same.	Millman, S. J.	0.3
04/27/2021	Review Weil correspondence re JIB Order.	Merola, F. A.	0.2
04/27/2021	Review of report on Fieldwood Mexico projections and confer with Conway team re same.	Millman, S. J.	0.2
04/27/2021	Review of vendor matrix and confer with Conway team re same.	Millman, S. J.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Merola, Frank A.	0.8	\$ 1,600	\$ 1,280.00
Millman, Sherry J.	1.3	1,100	1,430.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 2,710.00	
TOTAL FOR THIS MATTER		\$ 2,710.00	

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RE	Schedules/SoFAs/UST Reports 007168 0021
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DATE	DESCRIPTION	NAME	HOURS
04/01/2021	Review monthly operating report.	Iaffaldano, J. F.	0.2
04/01/2021	Review Monthly Operating Report.	Merola, F. A.	0.2
04/30/2021	Review Monthly Operating Report.	Iaffaldano, J. F.	0.1
04/30/2021	Review Monthly Operating Report.	Merola, F. A.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Iaffaldano, John F.	0.3	\$ 685	\$ 205.50
Merola, Frank A.	0.4	1,600	640.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 845.50
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TOTAL FOR THIS MATTER	\$ 845.50
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RE	Claims Administration & Objections 007168 0022
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DATE	DESCRIPTION	NAME	HOURS
04/08/2021	Review withdrawal of claim re SBM gulf production and follow with A. Bekker (Conway) re vendor program status and questions.	Millman, S. J.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Millman, Sherry J.	0.3	\$ 1,100	\$ 330.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 330.00
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TOTAL FOR THIS MATTER	\$ 330.00
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RE	Plan & Disclosure Statement 007168 0023
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DATE	DESCRIPTION	NAME	HOURS
04/01/2021	Confirmation discovery discussions.	Hansen, K. M.	0.9
04/01/2021	Review Conference Hearing scheduling.	Merola, F. A.	0.2
04/01/2021	Review of prior filings by sureties and other parties objecting to DS and related issues.	Millman, S. J.	2.2
04/02/2021	Confirmation progress discussions.	Hansen, K. M.	0.5
04/02/2021	Plan Administrator discussions internally with SSL team.	Hansen, K. M.	0.8
04/02/2021	Review confirmation discovery (.5); internal emails re relativity doc review (.2).	Iaffaldano, J. F.	0.7
04/02/2021	Review trade/ucc ballots re election and address related issues (1.3) review of scheduling order in connection with confirmation process; (2) review of materials produced by Debtors (2.1).	Millman, S. J.	3.6
04/02/2021	Spot review of documents produced by debtors to sureties.	Pasquale, K.	0.5
04/02/2021	Create new Relativity database and upload confirmation discovery documents.	Rivera, J.	1.4
04/04/2021	Review of J. Iaffaldano summary of docs accessed.	Millman, S. J.	0.2
04/05/2021	Discuss Plan Administrator role and options.	Hansen, K. M.	0.5
04/05/2021	Review confirmation discovery production (1.6); prepare summary of same and circulate to K. Pasquale and S. Millman (.8).	Iaffaldano, J. F.	2.4
04/05/2021	Review summary & select documents produced	Pasquale, K.	0.3

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	by debtors in discovery		
04/06/2021	Discussions re plan timing and discovery (.5); claim treatment objections (.8).	Hansen, K. M.	1.3
04/06/2021	Emails w/ Conway team re discovery (.3); internal emails re same (.2); review document production (.2).	Iaffaldano, J. F.	0.7
04/06/2021	Review of plan and related documents re plan administrator funding matters and functions (.8); gather materials re treatment points for disclosure statement hearing/confirmation issues (1.1).	Millman, S. J.	1.9
04/06/2021	Prepare and send FTP of production documents to expert.	Rivera, J.	1.0
04/07/2021	Discuss timing re plan and discovery.	Hansen, K. M.	0.5
04/07/2021	Review DS supplements (.6); review OG lease exhibit (.2).	Iaffaldano, J. F.	0.8
04/07/2021	Review revised Plan and DS (.4); review revised DS Exhibits (.2).	Merola, F. A.	0.6
04/07/2021	Review of certain revised plan and related documents and confer with K. Pasquale re same (.6); confer with Conway team re revised Lease, ROW and RUE exhibits; (.3) review of Plan Administrator agreements (.7).	Millman, S. J.	1.6
04/07/2021	Review draft further revised POR from debtors.	Pasquale, K.	0.5
04/08/2021	Review Debtors Reply re Exc (.2); review Joinder and Am re Backstop Letter (.2).	Merola, F. A.	0.4
04/08/2021	Review of revised disclosure statement and related documents; (2.4) and confer with K.Pasquale re same; (.3) follow up discussions with Plan Administrator candidates (.8).	Millman, S. J.	3.5
04/08/2021	Review draft further revised DS from debtors (.6); review debtors' exclusivity reply (.2).	Pasquale, K.	0.8

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04/09/2021	Review revised DS supplements (.7); coordinate with team internally re: review of same (.1).	Ashuraey, S. N.	0.8
04/09/2021	Discuss/review plan/DS revisions and process issues (.9).	Hansen, K. M.	0.9
04/09/2021	Review revised disclosure statement (.8), apache agreement (.5), standby loan agreement (.5), credit bid purchase agreement (1.0).	Iaffaldano, J. F.	2.8
04/09/2021	Review Nippon Withdrawal of Objection (.1); review Eco Petrol Statement re Exit Financing (.2); review redline DS (.2); review DS Exhibits (.3); review 4th Am Plan (.2).	Merola, F. A.	1.0
04/09/2021	Begin review of plan related documents from Weil (1.0) and discussion and internal discussions re same (.8); calls with Conway team iand email re plan issues and other plan points and amendments (.5).	Millman, S. J.	2.3
04/09/2021	Review further draft revised plan documents from Debtors, including FWE I agreements.	Pasquale, K.	1.4
04/10/2021	Review plan/ds related issues.	Hansen, K. M.	0.5
04/10/2021	Summarize changes to disclosure statement (1.2), Apache agreement (.7) and Credit bid Purchase Agreement (.9).	Iaffaldano, J. F.	2.8
04/10/2021	Review amended Plan and DS.	Merola, F. A.	0.3
04/10/2021	Review of revised plan and disclosure statement as filed with Court compared to prior versions ; d(1.3) review of J. Iaffaldano summary of amended plan related documents and continue review of the underlying documents related to Apache and credit bid (2.0).	Millman, S. J.	3.3
04/12/2021	Review precedent plan admin agreements.	Iaffaldano, J. F.	0.3
04/12/2021	Research re: plan administrator agreement;	Magzamen, M. S.	0.2

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confer w/ S. Millman re: same.

04/12/2021	Review of revised liquidation, valuation analysis and projections and confer with Conway team re same (.8); review of remaining objections and reservations of rights (.6); review of plan of merger docs and further revisions to plan, disclosure statement and exhibits (1.5).	Millman, S. J.	2.9
04/12/2021	Review revised drafts of DS exhibits from debtors	Pasquale, K.	1.1
04/13/2021	Review revised plan and DS matters.	Cota, A.	0.6
04/13/2021	Review of revised documents in connection with disclosure statement including order approving disclosure statement and solicitation materials and revised exhibits in connection with disclosure statement (2.3); confer with Conway team and internally re same and respond to Weil team (.5).	Millman, S. J.	2.8
04/14/2021	Discuss DS hearing (.8); follow up on discovery and confirmation related issues (1.0).	Hansen, K. M.	1.8
04/14/2021	Review Debtors' document production re plan confirmation.	Iaffaldano, J. F.	2.8
04/14/2021	Confer w/ K. Pasquale re: confirmation data room (.2); contact Weil re: same (.1); obtain data room contents (.5); confer w/ Litigation Support re: same (.2).	Magzamen, M. S.	1.0
04/14/2021	Review proposed DS Order (.2); review Japex DS Objection (.2); review amended DS (.2); participate DS hearing (1.1).	Merola, F. A.	1.7
04/14/2021	Review of discovery documents forwarded in connection with confirmation and confer internally to set up process of review (.9); review of final versions of all remaining documents forwarded by Weil to be filed in connection with upcoming disclosure statement hearing and confer with Conway re projection/valuation edits (2.7).	Millman, S. J.	3.6

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04/14/2021	Review further revised drafts of DS and DS exhibits from debtors.	Pasquale, K.	0.8
04/14/2021	Analyze debtor's document production and process to Relativity for review per K. Pasquale.	Tholen, D. J.	0.5
04/15/2021	Discuss confirmation timing.	Hansen, K. M.	0.5
04/15/2021	Review committee voting recommendation letter (.4); review confirmation discovery (2.5); prepare summary of same for internal review (1.1); emails re same w/ K. Pasquale and S. Millman (.2).	Iaffaldano, J. F.	4.2
04/15/2021	Review JX Nippon Objection to DS (.2); review redline Plan and DS (.5).	Merola, F. A.	0.7
04/15/2021	Review of communication from Weil re Committee letter to accompany solicitation materials and confer with K. Pasquale re same and review of communication with Committee to approve form of letter.	Millman, S. J.	0.2
04/15/2021	Finalize Committee support letter (.2); emails re same to Committee, debtors (.2); review revised DS order (.2); review filed plan documents (.5).	Pasquale, K.	1.1
04/16/2021	Review of summary of documents and of certain documents in the production and confer internally re same.	Millman, S. J.	0.9
04/16/2021	Review certain documents produced by debtors in confirmation discovery.	Pasquale, K.	1.1
04/19/2021	Message to Lenders' counsel re plan administrator selection and follow up communication with Sturm.	Millman, S. J.	0.3
04/20/2021	Plan Administrator discussions.	Hansen, K. M.	1.4
04/20/2021	Review of documents related to FWE IV, Apache and other p&a related issues as follow up to call with debtors' counsel (1.9); review of	Millman, S. J.	2.1

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	discovery related request regarding Apache (.2).		
04/20/2021	Review certain documents produced in discovery by debtors (.9); emails w/team re status of Plan discussions (.2)	Pasquale, K.	1.1
04/21/2021	Plan administrator discussion and analysis (1.0); FW4 scope analysis (1.0).	Hansen, K. M.	2.0
04/21/2021	Follow up on discovery related documents in site.	Millman, S. J.	0.2
04/22/2021	Review confirmation expert materials.	Iaffaldano, J. F.	0.7
04/22/2021	Obtain and distribute confirmation data room contents.	Magzamen, M. S.	0.3
04/22/2021	Review of expert reports and other confirmation related documentation.	Millman, S. J.	1.4
04/22/2021	Review debtors' confirmation expert reports & backup documentation	Pasquale, K.	1.5
04/23/2021	Review confirmation related discovery.	Iaffaldano, J. F.	0.6
04/23/2021	Review of discovery related documents and reports.	Millman, S. J.	1.2
04/23/2021	Stage and upload debtor's production documents on Relativity.	Rivera, J.	2.8
04/26/2021	Discuss Plan Administrator status internally.	Hansen, K. M.	0.5
04/26/2021	Obtain and archive confirmation discovery materials.	Magzamen, M. S.	0.3
04/26/2021	Communicate with lenders' counsel on Plan Administrator selection and confer with K. Pasquale re same (.2); review of communications with debtors' counsel re same (.1); communications with Committee re same (.2); review of documents produced in discovery (.4).	Millman, S. J.	0.9
04/28/2021	Internal Plan administrator discussions.	Hansen, K. M.	1.4

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04/28/2021	Communication with P. Jansen (Conway) re plan issues and confer with K. Pasquale re same and review of disclosure statement.	Millman, S. J.	0.4
04/29/2021	Plan administrator discussions internally.	Hansen, K. M.	1.0
04/29/2021	Review of documents related to FWE IV, operation of additional properties, funding of FWE III (.9); review of latest discovery documents (.5).	Millman, S. J.	1.4
04/30/2021	Plan administrator discussions internally.	Hansen, K. M.	1.0
04/30/2021	Obtain and distribute confirmation data room documents	Magzamen, M. S.	0.8
04/30/2021	Review of documents in discovery site.	Millman, S. J.	0.9

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Ashuraey, Sam N.	0.8	\$ 970	\$ 776.00
Cota, Alexandro	0.6	1,300	780.00
Hansen, Kristopher M.	15.5	1,795	27,822.50
Iaffaldano, John F.	18.8	685	12,878.00
Magzamen, Michael	2.6	460	1,196.00
Merola, Frank A.	4.9	1,600	7,840.00
Millman, Sherry J.	37.8	1,100	41,580.00
Pasquale, Kenneth	10.2	1,600	16,320.00
Rivera, Johnny	5.2	400	2,080.00
Tholen, Daniel J.	0.5	400	200.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 111,472.50	
TOTAL FOR THIS MATTER		\$ 111,472.50	

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

Exhibit B

Expense Detail

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DISBURSEMENT REGISTER

INVOICE NO.	788584
CLIENT	Official Committee of Unsecured Creditors of Fieldwood Energy LLC, <i>et al.</i>

FOR DISBURSEMENT SERVICES RENDERED in the captioned matter for the period through April 30, 2021, including:

DATE	DESCRIPTION	AMOUNT
O/S Information Services		
04/28/2021	Pacer Search Service for period ending March 31, 2021.	306.10
	O/S Information Services Total	306.10

MATTER DISBURSEMENT SUMMARY		
O/S Information Services		\$ 306.10
TOTAL DISBURSEMENTS/CHARGES		\$ 306.10

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

EXHIBIT E

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: FIELDWOOD ENERGY LLC, <i>et al.</i> , ¹ Debtors.	§ § § § § § §	Chapter 11 Case No. 20-33948 (MI) (Jointly Administered)
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ORDER GRANTING THIRD INTERIM FEE APPLICATION OF STROOCK & STROOCK & LAVAN LLP, AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF FIELDWOOD ENERGY LLC, ET AL., FOR THE PERIOD FROM FEBRUARY 1, 2021 THROUGH AND INCLUDING APRIL 30, 2021

Upon the Third Interim Fee Application (the “Application”)² of Stroock & Stroock & Lavan LLP (“Stroock”), for Allowance of Compensation for Services Rendered as Counsel to the Official Committee of Unsecured Creditors (the “Committee”) of Fieldwood Energy LLC, *et al.*, (the “Debtors”) for the Period from February 1, 2021 through and including April 30, 2021; and the Court having jurisdiction over the Application; and due and adequate notice of the Application having been given pursuant to the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules; and the Court having read and considered the Application; objections to the Application, if any, and arguments of counsel, if any; and any objections to the Application having been resolved or overruled; and after due deliberation and for good cause shown, it is HEREBY ORDERED THAT:

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors’ primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Application.

4. Stroock is hereby awarded, on an interim basis, the allowance of \$1,206,264.50 for compensation of services rendered to the Official Committee of Unsecured Creditors and \$623.86 for reimbursement of expenses incurred during the period from February 1, 2021 through and including April 30, 2021.

5. The Debtors are hereby authorized and directed to immediately pay Stroock any unpaid portion of such allowed fees and expenses.

6. This Court shall retain jurisdiction over any and all matters arising from or related to the interpretation of this Order.

SIGNED this ____ day of _____, 2021.

**THE HONORABLE MARVIN ISGUR,
UNITED STATES BANKRUPTCY JUDGE**